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ACTION COMICS
ALL NEW! $1.50
NO. 544 JUNE
APPROVED BY THE COMICS CODE AUTHORITY
KANE & GIORDANO
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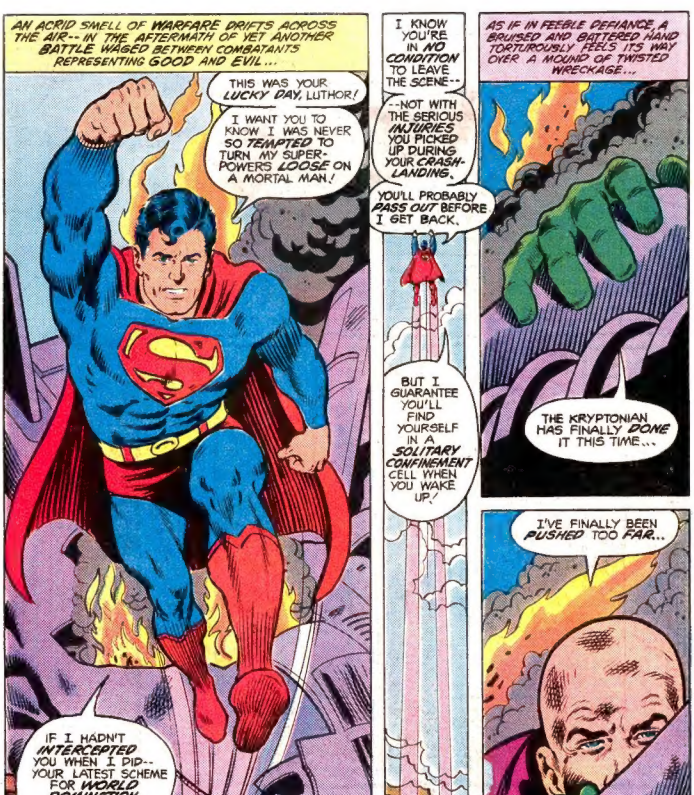
THE COSMOS-QUAKING ORIGINS OF THE NEW LUTHOR & BRAINIAC!


AN ACRID SMELL OF WARFARE DRIFTS ACROSS THE AIR--IN THE AFTERMATH OF YET ANOTHER BATTLE WAGED BETWEEN COMBATANTS REPRESENTING GOOD AND EVIL...
THIS WAS YOUR LUCKY DAY, LUTHOR!
I WANT YOU TO KNOW I WAS NEVER SO TEMPTED TO TURN MY SUPER-POWERS LOOSE ON A MORTAL MAN!
IF I HADN'T INTERCEPTED YOU WHEN I DID--YOUR LATEST SCHEME FOR WORLD DOMINATION WOULD'VE COST MILLIONS OF LIVES!
I KNOW YOU'RE IN NO CONDITION TO LEAVE THE SCENE--
--NOT WITH THE SERIOUS INJURIES YOU PICKED UP DURING YOUR CRASH-LANDING.
YOU'LL PROBABLY PASS OUT BEFORE I GET BACK.
BUT I GUARANTEE YOU'LL FIND YOURSELF IN A SOLITARY CONFINEMENT CELL WHEN YOU WAKE UP!
AS IF IN FEEBLE DEFIANCE A BRUISED AND BATTERED HAND TORTUROUSLY FEELS ITS WAY OVER A MOUND OF TWISTED WRECKAGE...
THE KRYPTONIAN HAS FINALLY DONE IT THIS TIME...
I'VE FINALLY BEEN PUSHED TOO FAR...

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"IT WAS DEGRADING ENOUGH BEING KNOCKED OUT OF THE SKY BY MY OWN DEFLECTED ZONIC-BEAM--
"BUT THEN TO SUFFER THE HUMILIATION OF BEING SPARED FROM A FATAL CRASH-LANDING BY A BLAST OF MY FOE'S SUPER-BREATH--
"--THAT WAS EVEN WORSE!
"BUT PERHAPS MOST INSULTING OF ALL WAS THE SUDDEN OCCURRENCE OF A LIFE-THREATENING CRISIS ELSEWHERE THAT FORCED SUPERMAN TO BREAK OFF OUR BATTLE.
"IT IS TO THIS BREAK INTERRUPTION ALONE I OWE MY CURRENT FREEDOM..."
...THOUGH IT IS SURE TO BE SHORT-LIVED, BECAUSE HE VOWED TO RETURN WITHIN MOMENTS!
AFTER ALL THESE YEARS, NO ONE KNOWS BETTER THAN I HOW THE KRYPTONIAN ALWAYS KEEPS HIS WORD!
BADOOOMMM
UHHHHHH!- DAMAGED FUEL CELLS IN MY VESSEL MUST HAVE BEEN IGNITED BY A SHORT-CIRCUIT!
IF I HADN'T LIMPED AWAY WHEN I DID, I'D BE DEAD BY NOW!
AS SUPERMAN SMUGLY NOTED... I'M IN NO SHAPE TO ESCAPE, LET ALONE STAGGER MORE THAN A FEW FEET.
NO DOUBT I WILL LOSE CONSCIOUSNESS ANY SECOND...
BUT EVEN UNDER ADVERSE CONDITIONS THAT WOULD SPELL UNQUALIFIED DEFEAT FOR THE MOST HARDENED OF CRIMINALS...
ZZZZZ
LEX LUTHOR HAS...ONLY JUST BEGUN... TO SHOW HIS FULL POTENTIAL!
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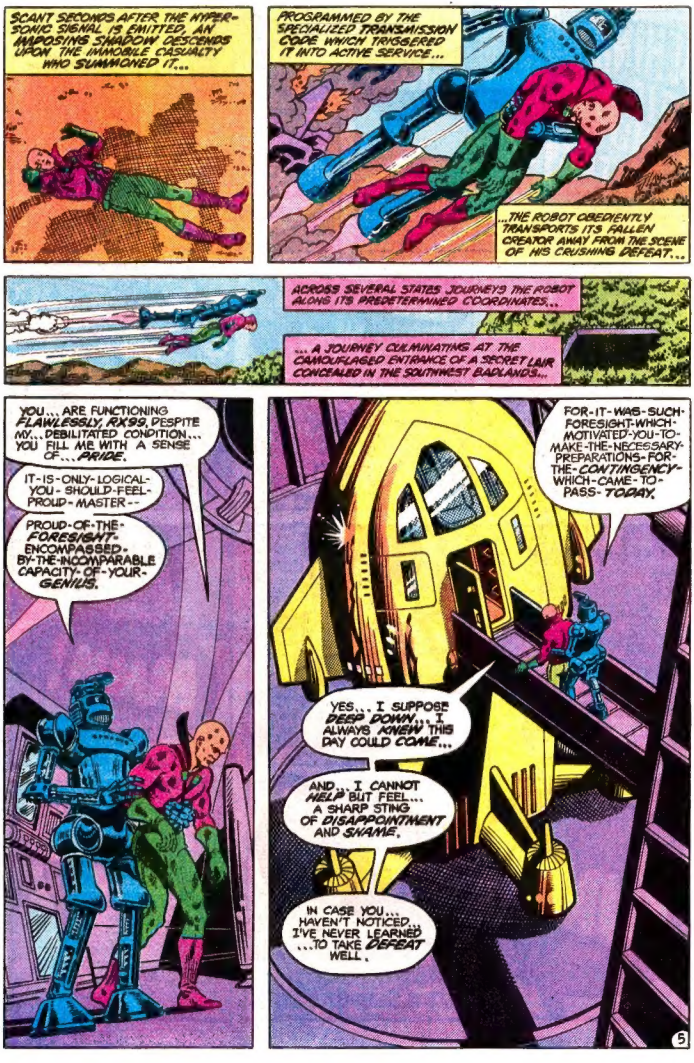
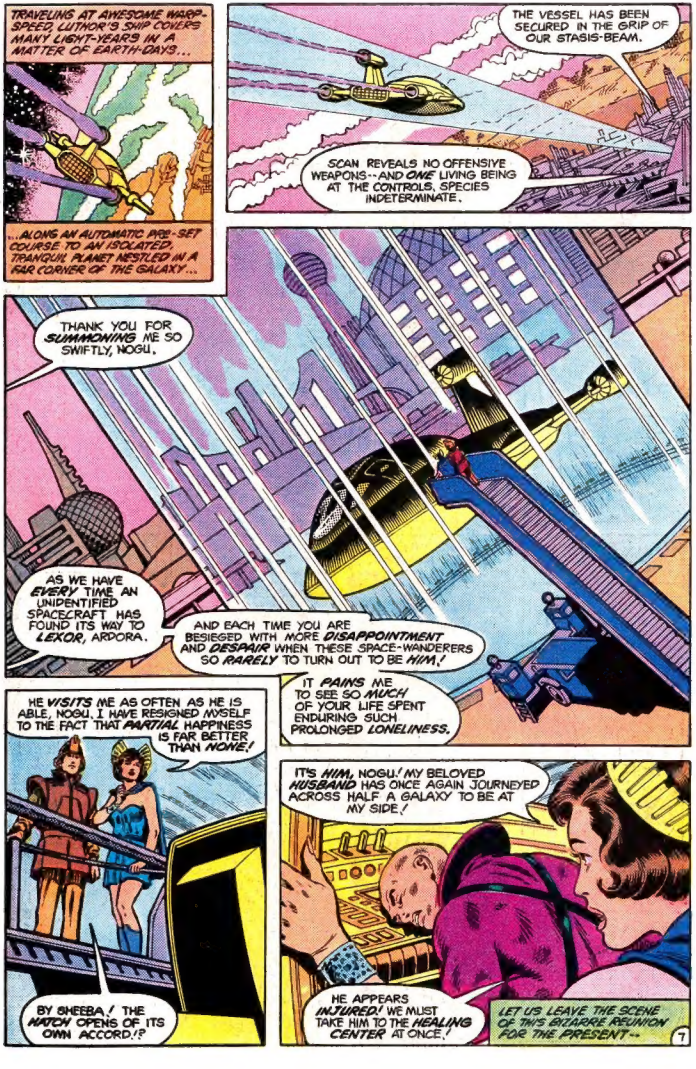

SCANT SECONDS AFTER THE HYPER-SONIC SIGNAL IS EMITTED, AN IMPOSING SHADOW DESCENDS UPON THE IMMOBILE CASUALTY WHO SUMMONED IT...
PROGRAMMED BY THE SPECIALIZED TRANSMISSION CODE WHICH TRIGGERED IT INTO ACTIVE SERVICE...
...THE ROBOT OBEDIENTLY TRANSPORTS ITS FALLEN CREATOR AWAY FROM THE SCENE OF HIS CRUSHING DEFEAT...
ACROSS SEVERAL STATES JOURNEYS THE ROBOT ALONG ITS PREDETERMINED COORDINATES...
...A JOURNEY CULMINATING AT THE CAMOUFLAGED ENTRANCE OF A SECRET LAIR CONCEALED IN THE SOUTHWEST BADLANDS...
YOU... ARE FUNCTIONING FLAWLESSLY, RX99, DESPITE MY... DEBILITATED CONDITION... YOU FILL ME WITH A SENSE OF... PRIDE.
IT-IS-ONLY-LOGICAL-YOU-SHOULD-FEEL-PROUD-MASTER--
PROUD-OF-THE-FORESIGHT-ENCOMPASSED-BY-THE-INCOMPARABLE CAPACITY-OF-YOUR-GENIUS.
FOR-IT-WAS-SUCH-FORESIGHT-WHICH-MOTIVATED-YOU-TO-MAKE-THE-NECESSARY-PREPARATIONS-FOR-THE-CONTINGENCY-WHICH-CAME-TO-PASS-TODAY.
YES... I SUPPOSE DEEP DOWN... I ALWAYS KNEW THIS DAY COULD COME...
AND... I CANNOT HELP BUT FEEL... A SHARP STING OF DISAPPOINTMENT AND SHAME.
IN CASE YOU... HAVEN'T NOTICED, I'VE NEVER LEARNED ...TO TAKE DEFEAT WELL.
5

THINK-NOT-OF-THIS-SETBACK-AS-A-DEFEAT-MASTER...
...BUT-RATHER-A-WELL-EARNED-RESPITE...WHICH-BY-NECESSITY-MUST-TAKE-YOU-FAR-AWAY-FROM-PLANET-EARTH.
THIS-INTERVAL-YOU-HAD-THE-WISDOM-TO-PROGRAM-FOR-YOURSELF-SHALL-BE-VITAL-TO-YOUR-RECOVERY...
...FROM-THE-TOTAL-MENTAL-AND-PHYSICAL-BREAKDOWN-WHICH-SUPERMAN-HAS-CAUSED-YOU.
"PERHAPS-THIS-HAS-NOT-BEEN-A-DEFEAT-MASTER...
AUTOMATIC PILOT
"...AS-MUCH-AS-A-SECOND-CHANCE...
"A-FATEFUL-OPPORTUNITY-FOR-RENEWAL...
"...IF-NOT-REGENERATION!"


TRAVELING AT AWESOME WARP-SPEED, LUTHOR'S SHIP COVERS MANY LIGHT-YEARS IN A MATTER OF EARTH-DAYS...
...ALONG AN AUTOMATIC PRE-SET COURSE TO AN ISOLATED, TRANQUIL PLANET NESTLED IN A FAR CORNER OF THE GALAXY...
THE VESSEL HAS BEEN SECURED IN THE GRIP OF OUR STASIS-BEAM.
SCAN REVEALS NO OFFENSIVE WEAPONS--AND ONE LIVING BEING AT THE CONTROLS, SPECIES INDETERMINATE.
THANK YOU FOR SUMMONING ME SO SWIFTLY, NOGU.
AS WE HAVE EVERY TIME AN UNIDENTIFIED SPACECRAFT HAS FOUND ITS WAY TO LEXOR, ARDORA.
AND EACH TIME YOU ARE BESIEGED WITH MORE DISAPPOINTMENT AND DESPAIR WHEN THESE SPACE-WANDERERS SO RARELY TO TURN OUT TO BE HIM,!
IT PAINS ME TO SEE SO MUCH OF YOUR LIFE SPENT ENDURING SUCH PROLONGED LONELINESS.
HE VISITS ME AS OFTEN AS HE IS ABLE, NOGU. I HAVE RESIGNED MYSELF TO THE FACT THAT MARITAL HAPPINESS IS FAR BETTER THAN NONE!
BY SHEEBA! THE HATCH OPENS OF ITS OWN ACCORD!?
IT'S HIM, NOGU! MY BELOVED HUSBAND HAS ONCE AGAIN JOURNEYED ACROSS HALF A GALAXY TO BE AT MY SIDE!
HE APPEARS INJURED! WE MUST TAKE HIM TO THE HEALING CENTER AT ONCE!
LET US LEAVE THE SCENE OF THIS BIZARRE REUNION FOR THE PRESENT--
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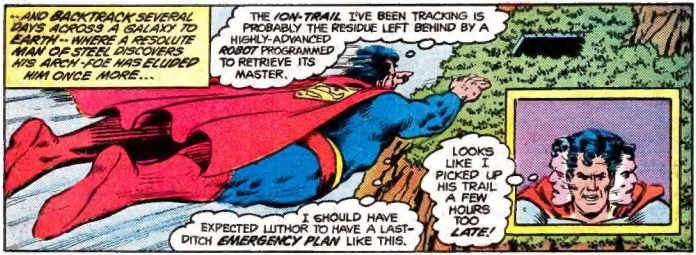
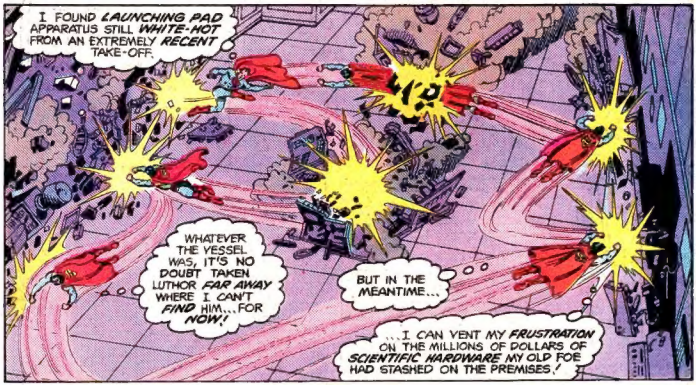
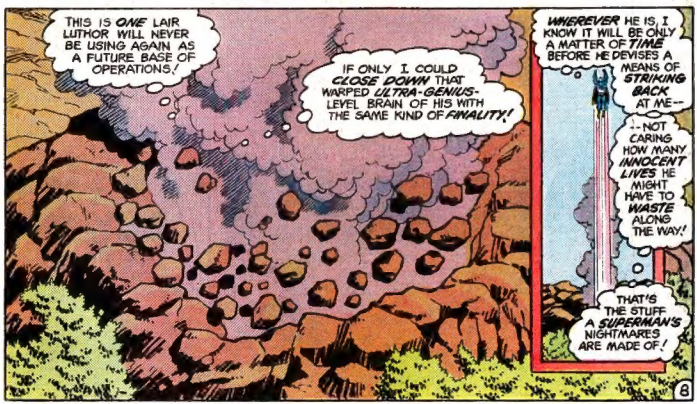
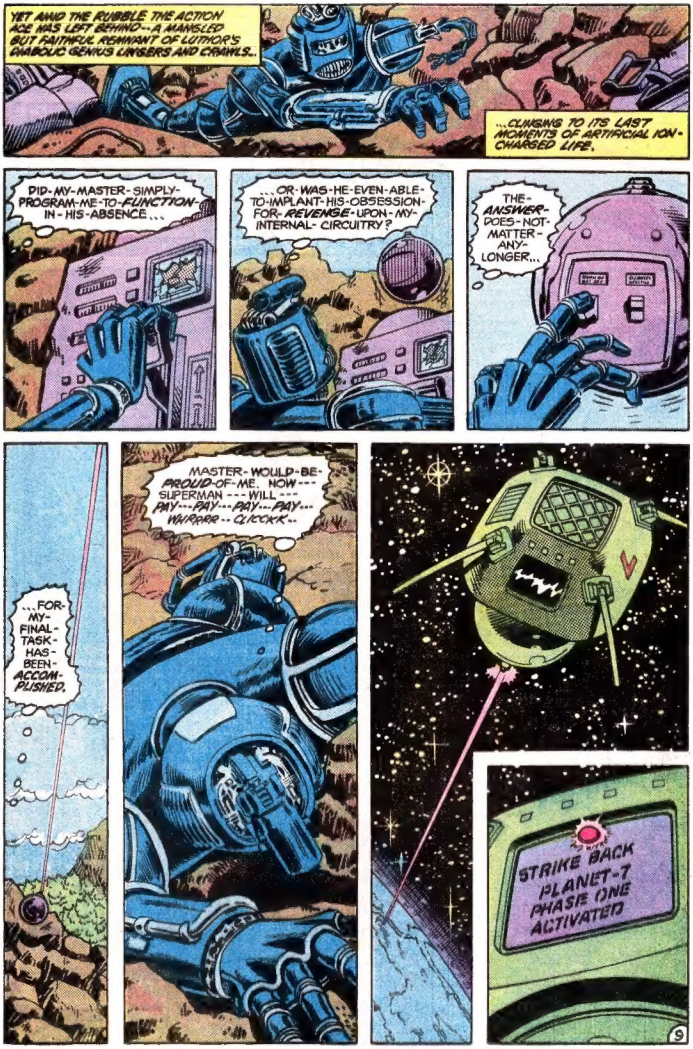
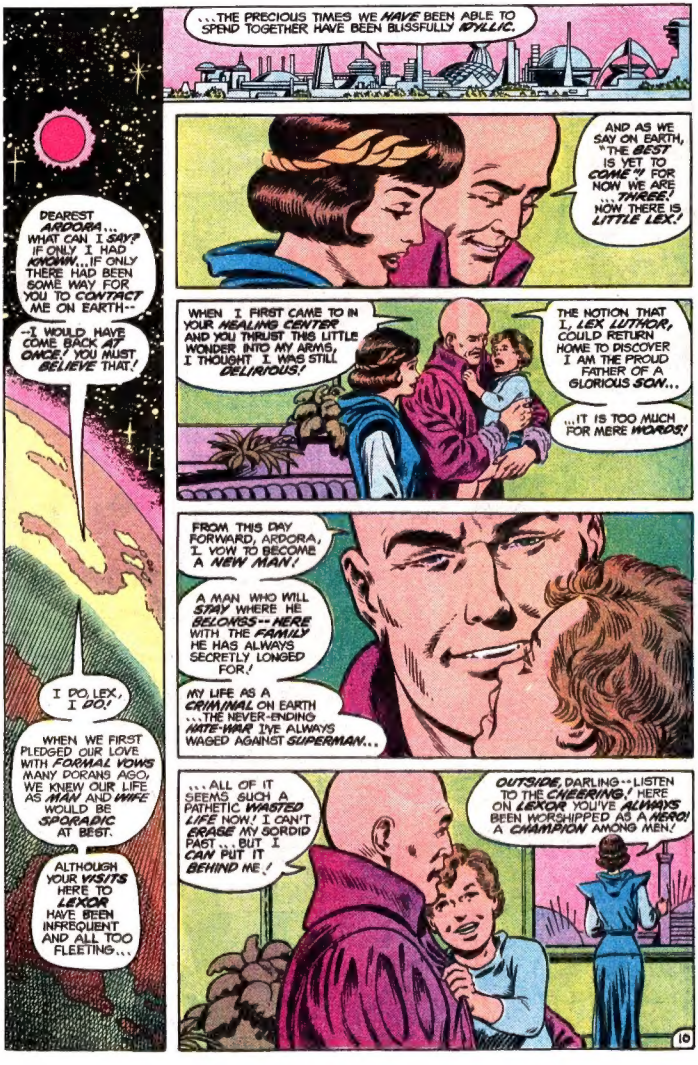
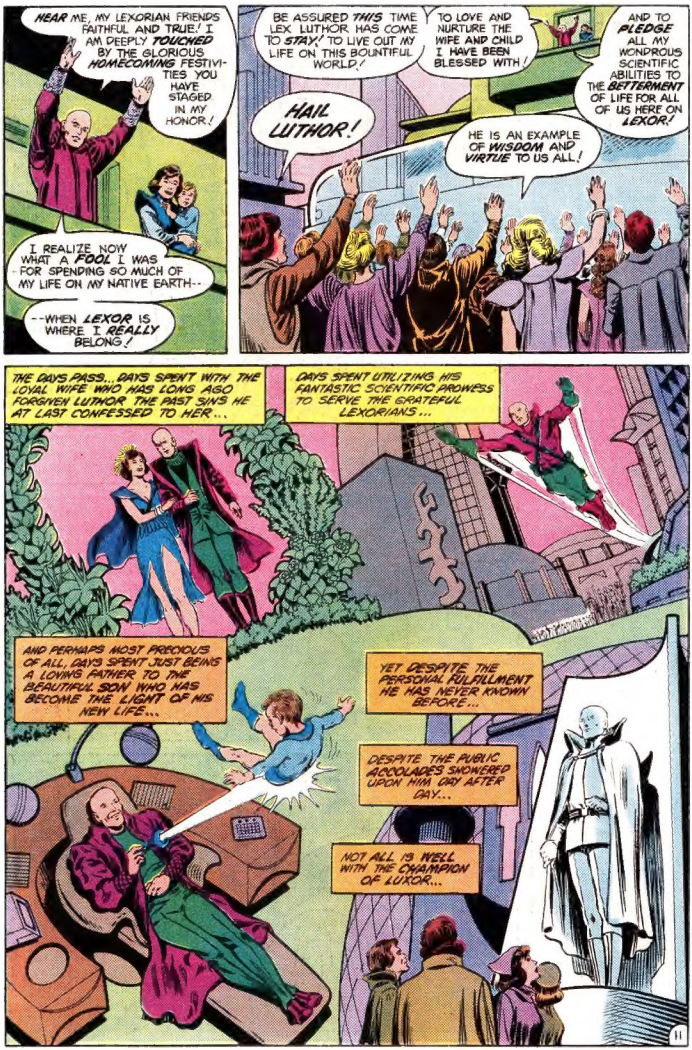

...AND BACKTRACK SEVERAL DAYS ACROSS A GALAXY TO EARTH--WHERE A RESOLUTE MAN OF STEEL DISCOVERS HIS ARCH-FOE HAS ELUDED HIM ONCE MORE...
THE ION-TRAIL I'VE BEEN TRACKING IS PROBABLY THE RESIDUE LEFT BEHIND BY A HIGHLY-ADVANCED ROBOT PROGRAMMED TO RETRIEVE ITS MASTER.
LOOKS LIKE I PICKED UP HIS TRAIL A FEW HOURS TOO LATE!
I SHOULD HAVE EXPECTED LUTHOR TO HAVE A LAST-DITCH EMERGENCY PLAN LIKE THIS.

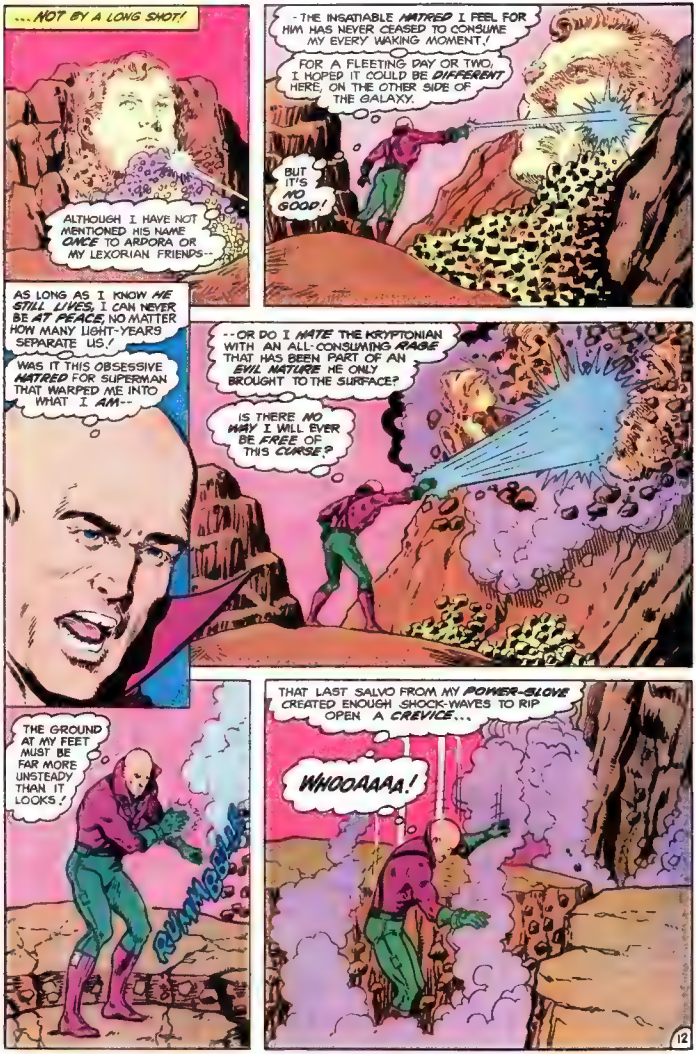

I FOUND LAUNCHING PAD APPARATUS STILL WHITE-HOT FROM AN EXTREMELY RECENT TAKE-OFF.
WHATEVER THE VESSEL WAS, IT'S NO DOUBT TAKEN LUTHOR FAR AWAY WHERE I CAN'T FIND HIM...FOR NOW!
BUT IN THE MEANTIME...
...I CAN VENT MY FRUSTRATION ON THE MILLIONS OF DOLLARS OF SCIENTIFIC HARDWARE MY OLD FOE HAD STASHED ON THE PREMISES!


THIS IS ONE LAIR LUTHOR WILL NEVER BE USING AGAIN AS A FUTURE BASE OF OPERATIONS!
IF ONLY I COULD CLOSE DOWN THAT WARPED ULTRA-GENIUS-LEVEL BRAIN OF HIS WITH THE SAME KIND OF FINALITY!
WHEREVER HE IS, I KNOW IT WILL BE ONLY A MATTER OF TIME BEFORE HE DEVISES A MEANS OF STRIKING BACK AT ME--
--NOT CARING HOW MANY INNOCENT LIVES HE MIGHT HAVE TO WASTE ALONG THE WAY!
THAT'S THE STUFF A SUPERMAN'S NIGHTMARES ARE MADE OF!


YET AMID THE RUBBLE THE ACTION ACE HAS LEFT BEHIND--A MANGLED BUT FAITHFUL REMNANT OF LUTHOR'S DIABOLIC GENIUS LINGERS AND CRAWLS..
...CLINGING TO ITS LAST MOMENTS OF ARTIFICIAL ION-CHARGED LIFE.
DID-MY-MASTER-SIMPLY-PROGRAM-ME-TO-FUNCTION-IN-HIS-ABSENCE...
...OR-WAS-HE-EVEN-ABLE-TO-IMPLANT-HIS-OBSESSION-FOR-REVENGE-UPON-MY-INTERNAL-CIRCUITRY?
THE-ANSWER-DOES-NOT-MATTER-ANY-LONGER...
...FOR-MY-FINAL-TASK-HAS-BEEN-ACCOMPLISHED.
MASTER-WOULD-BE-PROUD-OF-ME. NOW--- SUPERMAN --- WILL --- PAY---PAY---PAY---PAY... WAHRRR--CLICKK--
STRIKE BACK PLANET-7 PHASE ONE ACTIVATED


...THE PRECIOUS TIMES WE HAVE BEEN ABLE TO SPEND TOGETHER HAVE BEEN BLISSFULLY IDYLLIC.
AND AS WE SAY ON EARTH, "THE BEST IS YET TO COME"! FOR NOW WE ARE ...THREE! NOW THERE IS LITTLE LEX!
DEAREST ARDORA... WHAT CAN I SAY? IF ONLY I HAD KNOWN...IF ONLY THERE HAD BEEN SOME WAY FOR YOU TO CONTACT ME ON EARTH--
--I WOULD HAVE COME BACK AT ONCE! YOU MUST BELIEVE THAT!
WHEN I FIRST CAME TO IN YOUR HEALING CENTER AND YOU THRUST THIS LITTLE WONDER INTO MY ARMS, I THOUGHT I WAS STILL DELIRIOUS!
THE NOTION THAT I, LEX LUTHOR, COULD RETURN HOME TO DISCOVER I AM THE PROUD FATHER OF A GLORIOUS SON...
...IT IS TOO MUCH FOR MERE WORDS!
FROM THIS DAY FORWARD, ARDORA, I VOW TO BECOME A NEW MAN!
A MAN WHO WILL STAY WHERE HE BELONGS--HERE WITH THE FAMILY HE HAS ALWAYS SECRETLY LONGED FOR!
MY LIFE AS A CRIMINAL ON EARTH ...THE NEVER-ENDING HATE-WAR I'VE ALWAYS WAGED AGAINST SUPERMAN...
I DO, LEX, I DO!
WHEN WE FIRST PLEDGED OUR LOVE WITH FORMAL VOWS MANY DORANS AGO, WE KNEW OUR LIFE AS MAN AND WIFE WOULD BE SPORADIC AT BEST.
ALTHOUGH YOUR VISITS HERE TO LEXOR HAVE BEEN INFREQUENT AND ALL TOO FLEETING...
...ALL OF IT SEEMS SUCH A PATHETIC WASTED LIFE NOW! I CAN'T ERASE MY SORDID PAST...BUT I CAN PUT IT BEHIND ME!
OUTSIDE, DARLING--LISTEN TO THE CHEERING! HERE ON LEXOR YOU'VE ALWAYS BEEN WORSHIPPED AS A HERO! A CHAMPION AMONG MEN!


HEAR ME, MY LEXORIAN FRIENDS FAITHFUL AND TRUE! I AM DEEPLY TOUCHED BY THE GLORIOUS HOMECOMING FESTIVITIES YOU HAVE STAGED IN MY HONOR!
I REALIZE NOW WHAT A FOOL I WAS FOR SPENDING SO MUCH OF MY LIFE ON MY NATIVE EARTH--
--WHEN LEXOR IS WHERE I REALLY BELONG!
BE ASSURED THIS TIME LEX LUTHOR HAS COME TO STAY! TO LIVE OUT MY LIFE ON THIS BOUNTIFUL WORLD!
TO LOVE AND NURTURE THE WIFE AND CHILD I HAVE BEEN BLESSED WITH!
AND TO PLEDGE ALL MY WONDROUS SCIENTIFIC ABILITIES TO THE BETTERMENT OF LIFE FOR ALL OF US HERE ON LEXOR!
HAIL LUTHOR!
HE IS AN EXAMPLE OF WISDOM AND VIRTUE TO US ALL!
THE DAYS PASS... DAYS SPENT WITH THE LOYAL WIFE WHO HAS LONG AGO FORGIVEN LUTHOR THE PAST SINS HE AT LAST CONFESSED TO HER...
DAYS SPENT UTILIZING HIS FANTASTIC SCIENTIFIC PROWESS TO SERVE THE GRATEFUL LEXORIANS...
AND PERHAPS MOST PRECIOUS OF ALL, DAYS SPENT JUST BEING A LOVING FATHER TO THE BEAUTIFUL SON WHO HAS BECOME THE LIGHT OF HIS NEW LIFE...
YET DESPITE THE PERSONAL FULFILLMENT HE HAS NEVER KNOWN BEFORE...
DESPITE THE PUBLIC ACCOLADES SHOWERED UPON HIM DAY AFTER DAY...
NOT ALL IS WELL WITH THE CHAMPION OF LUXOR...


...NOT BY A LONG SHOT!
ALTHOUGH I HAVE NOT MENTIONED HIS NAME ONCE TO ARDORA OR MY LEXORIAN FRIENDS--
- THE INSATIABLE HATRED I FEEL FOR HIM HAS NEVER CEASED TO CONSUME MY EVERY WAKING MOMENT.
FOR A FLEETING DAY OR TWO, I HOPED IT COULD BE DIFFERENT HERE, ON THE OTHER SIDE OF THE GALAXY.
BUT IT'S NO GOOD!
AS LONG AS I KNOW HE STILL LIVES, I CAN NEVER BE AT PEACE, NO MATTER HOW MANY LIGHT-YEARS SEPARATE US!
WAS IT THIS OBSESSIVE HATRED FOR SUPERMAN THAT WARPED ME INTO WHAT I AM--
--OR DO I HATE THE KRYPTONIAN WITH AN ALL-CONSUMING RAGE THAT HAS BEEN PART OF AN EVIL NATURE HE ONLY BROUGHT TO THE SURFACE?
IS THERE NO WAY I WILL EVER BE FREE OF THIS CURSE?
THE GROUND AT MY FEET MUST BE FAR MORE UNSTEADY THAN IT LOOKS!
RUMBLE
THAT LAST SALVO FROM MY POWER-GLOVE CREATED ENOUGH SHOCK-WAVES TO RIP OPEN A CREVICE...
WHOOAAAA!
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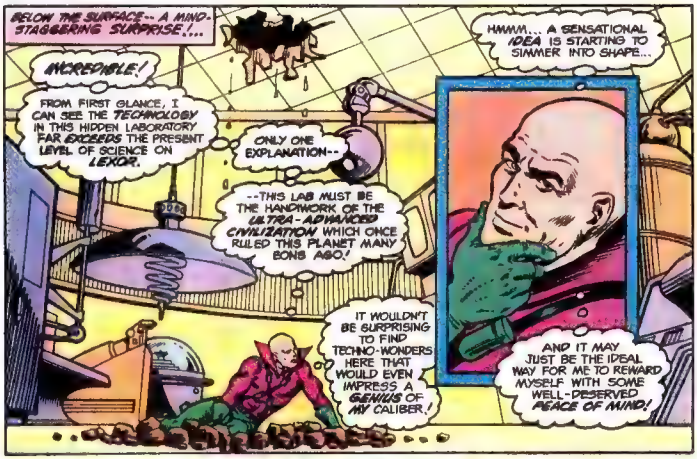
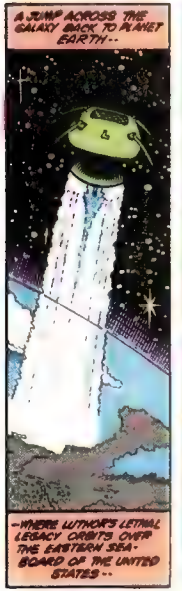
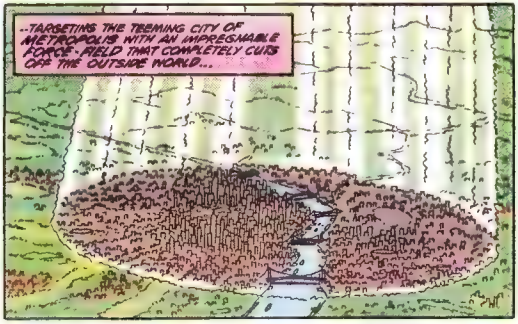
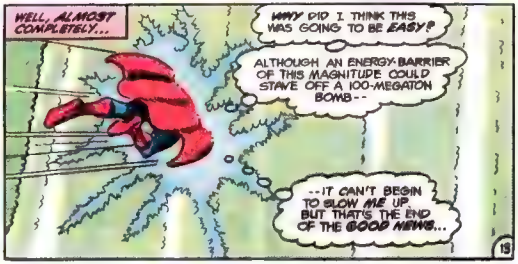
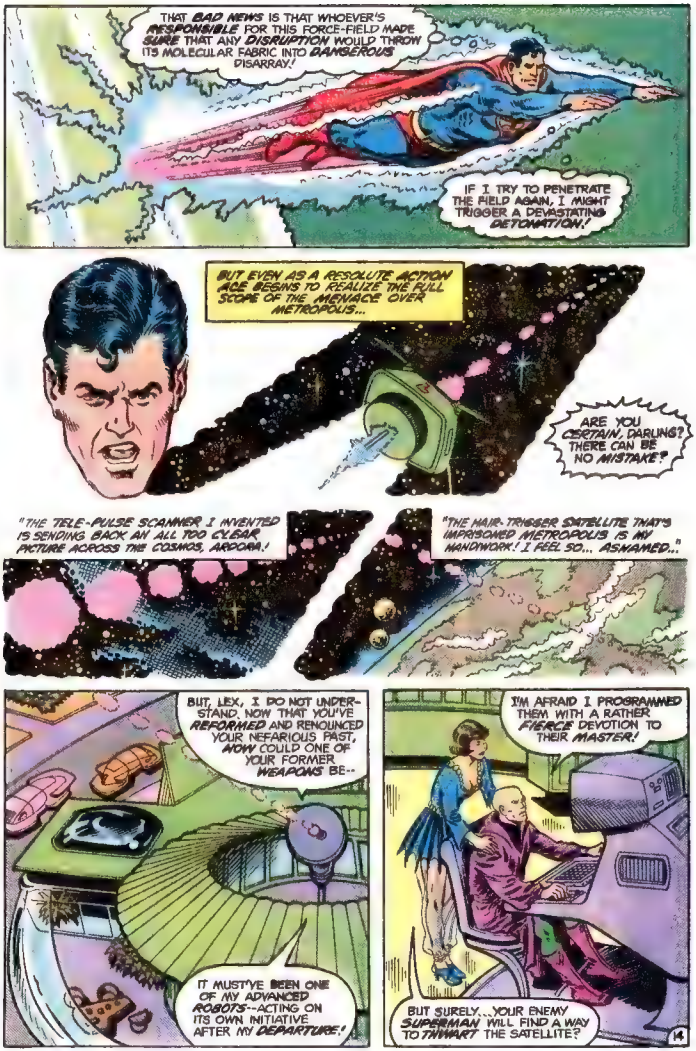

BELOW THE SURFACE -- A MIND-STAGGERING SURPRISE....
INCREDIBLE!
FROM FIRST GLANCE, I CAN SEE THE TECHNOLOGY IN THIS HIDDEN LABORATORY FAR EXCEEDS THE PRESENT LEVEL OF SCIENCE ON LEXOR.
ONLY ONE EXPLANATION--
--THIS LAB MUST BE THE HANDIWORK OF THE ULTRA-ADVANCED CIVILIZATION WHICH ONCE RULED THIS PLANET MANY EONS AGO!
IT WOULDN'T BE SURPRISING TO FIND TECHNO-WONDERS HERE THAT WOULD EVEN IMPRESS A GENIUS OF MY CALIBER!
HMMM... A SENSATIONAL IDEA IS STARTING TO SIMMER INTO SHAPE...
AND IT MAY JUST BE THE IDEAL WAY FOR ME TO REWARD MYSELF WITH SOME WELL-DESERVED PEACE OF MIND!

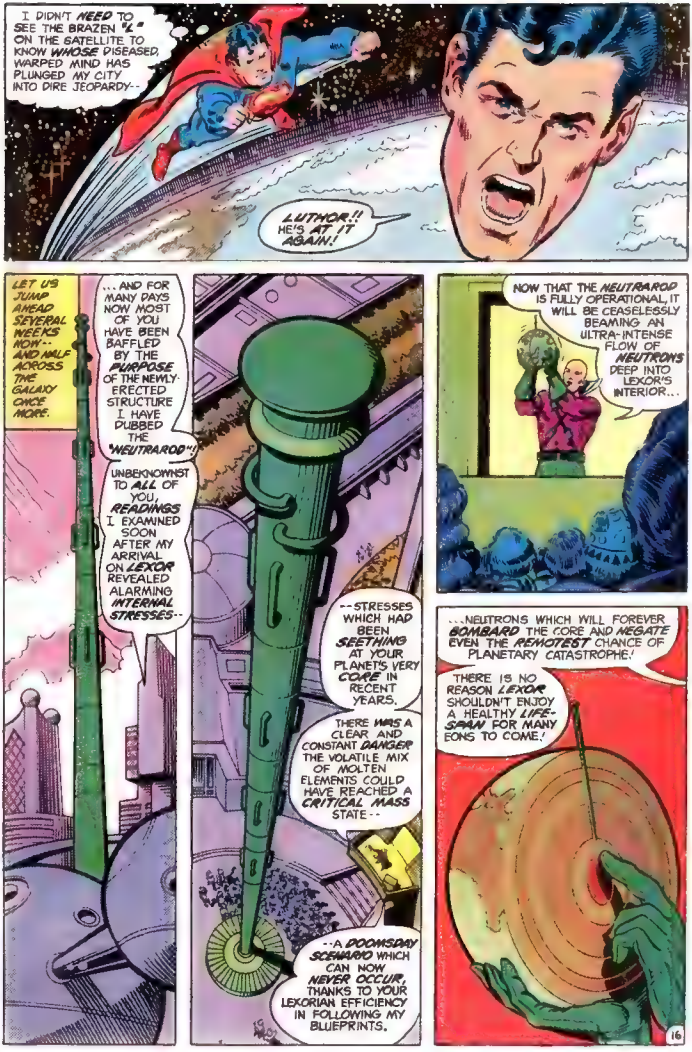

A JUMP ACROSS THE GALAXY BACK TO PLANET EARTH--
--WHERE LUTHOR'S LETHAL LEGACY ORBITS OVER THE EASTERN SEA-BOARD OF THE UNITED STATES--


--TARGETING THE TEEMING CITY OF METROPOLIS WITH AN IMPREGNABLE FORCE-FIELD THAT COMPLETELY CUTS OFF THE OUTSIDE WORLD...


WELL, ALMOST COMPLETELY...
WHY DID I THINK THIS WAS GOING TO BE EASY?
ALTHOUGH AN ENERGY-BARRIER OF THIS MAGNITUDE COULD STAVE OFF A 100-MEGATON BOMB--
--IT CAN'T BEGIN TO SLOW ME UP. BUT THAT'S THE END OF THE GOOD NEWS...

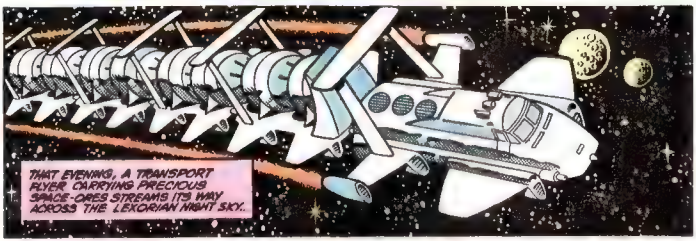

THAT BAD NEWS IS THAT WHOEVER'S RESPONSIBLE FOR THIS FORCE-FIELD MADE SURE THAT ANY DISRUPTION WOULD THROW ITS MOLECULAR FABRIC INTO DANGEROUS DISARRAY!
IF I TRY TO PENETRATE THE FIELD AGAIN, I MIGHT TRIGGER A DEVASTATING DETONATION!
BUT EVEN AS A RESOLUTE ACTION ACE BEGINS TO REALIZE THE FULL SCOPE OF THE MENACE OVER METROPOLIS...
ARE YOU CERTAIN, DARLING? THERE CAN BE NO MISTAKE?
"THE TELE-PULSE SCANNER I INVENTED IS SENDING BACK AN ALL TOO CLEAR PICTURE ACROSS THE COSMOS, ARDORA!
"THE MAIR-TRIGGER SATELLITE THAT'S IMPRISONED METROPOLIS IS MY HANDIWORK! I FEEL SO... ASHAMED..."
BUT, LEX, I DO NOT UNDERSTAND. NOW THAT YOU'VE REFORMED AND RENOUNCED YOUR NEFARIOUS PAST, HOW COULD ONE OF YOUR FORMER WEAPONS BE--
IT MUST'VE BEEN ONE OF MY ADVANCED ROBOTS--ACTING ON ITS OWN INITIATIVE AFTER MY DEPARTURE!
I'M AFRAID I PROGRAMMED THEM WITH A RATHER FIERCE DEVOTION TO THEIR MASTER!
BUT SURELY...YOUR ENEMY SUPERMAN WILL FIND A WAY TO THWART THE SATELLITE?

EVENTUALLY, THERE CAN BE LITTLE DOUBT HE WILL--JUST AS HE'S MANAGED TO PERSEVERE AND CONQUER THROUGHOUT COUNTLESS OTHER BATTLES IN OUR LIFE-LONG GRUDGE WAR!
AND ONCE HE'S CONFIRMED THE SATELLITE IS INDEED MINE...
...IT WILL BE MERELY A MATTER OF TIME BEFORE HE DEDUCES I HAVE COME HERE--TO THE ONE PLANET IN THE GALAXY WHERE I AM REVERED AS A HERO!
BUT MY REPENTENCE ON LEXOR WILL WILL MEAN NOTHING TO HIM!
HE WILL TAKE ME AWAY FROM YOU AND LEX JUNIOR--OR HE WILL DIE TRYING!
OH LEX... DEAR, SWEET LEX...
EARTHSIDE ONCE AGAIN...
I SHOULD HAVE GUESSED--FOLLOWING THE FORCE-BEAM TO ITS SOURCE ONLY PROVED TO BE ANOTHER DEAD END!
X-RAY VISION TELLS ME THE SATELLITE IS ENCAPSULATED BY AN INSIDIOUS "INSURANCE POLICY"!
IF I ATTEMPT TO DAMAGE OR TAMPER WITH THE APPARATUS IN ANY WAY--
--THE FORCE-FIELD WILL GO VOLATILE AND METROPOLIS COULD WELL END UP AS A BLANK SPOT ON THE MAP!


I DIDN'T NEED TO SEE THE BRAZEN "L" ON THE SATELLITE TO KNOW WHOSE DISEASED, WARPED MIND HAS PLUNGED MY CITY INTO DIRE JEOPARDY--
LUTHOR!! HE'S AT IT AGAIN!
LET US JUMP AHEAD SEVERAL WEEKS NOW--AND HALF ACROSS THE GALAXY ONCE MORE.
...AND FOR MANY DAYS NOW MOST OF YOU HAVE BEEN BAFFLED BY THE PURPOSE OF THE NEWLY-ERECTED STRUCTURE I HAVE DUBBED THE "NEUTRAROD"!
UNBEKNOWNST TO ALL OF YOU, READINGS I EXAMINED SOON AFTER MY ARRIVAL ON LEXOR REVEALED ALARMING INTERNAL STRESSES--
--STRESSES WHICH HAD BEEN SEETHING AT YOUR PLANET'S VERY CORE IN RECENT YEARS.
THERE WAS A CLEAR AND CONSTANT DANGER THE VOLATILE MIX OF MOLTEN ELEMENTS COULD HAVE REACHED A CRITICAL MASS STATE--
--A DOOMSDAY SCENARIO WHICH CAN NOW NEVER OCCUR, THANKS TO YOUR LEXORIAN EFFICIENCY IN FOLLOWING MY BLUEPRINTS.
NOW THAT THE NEUTRAROD IS FULLY OPERATIONAL, IT WILL BE CEASELESSLY BEAMING AN ULTRA-INTENSE FLOW OF NEUTRONS DEEP INTO LEXOR'S INTERIOR...
...NEUTRONS WHICH WILL FOREVER BOMBARD THE CORE AND NEGATE EVEN THE REMOTEST CHANCE OF PLANETARY CATASTROPHE!
THERE IS NO REASON LEXOR SHOULDN'T ENJOY A HEALTHY LIFE-SPAN FOR MANY EONS TO COME!
16

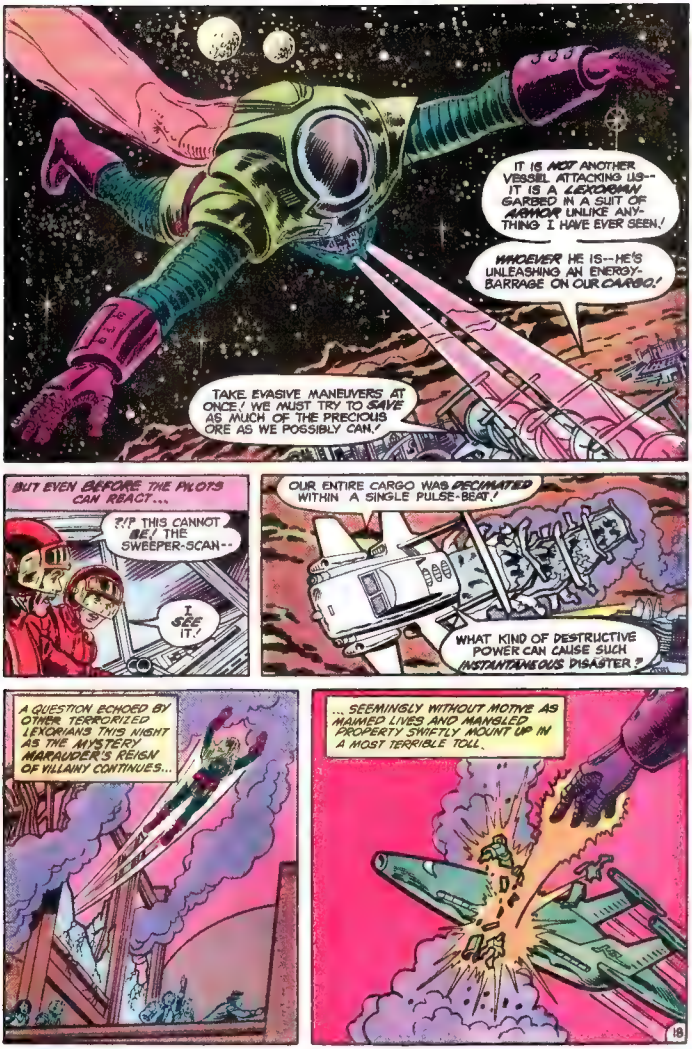
LUTHOR HAS PROVEN TO BE OUR SAVIOR ONCE AGAIN!
HIS MELITHARROD SAVED THE LEXORIAN RACE FROM WHAT WOULD HAVE BEEN CERTAIN EXTINCTION!
OUR WORLD HAS BEEN TRULY BLESSED!

HIS AWESOME GOOD DEED ACCOMPLISHED, THE CHAMPION OF LEXOR RETURNS TO THE PRIVACY OF HIS OWN DOMICILE...
KRAAAA!
YOUR SON MISSES HIS FATHER, LEX. WE HAVE HARDLY SEEN YOU THE PAST SEVERAL DAYS./
TRUE, I HAVE BEEN WORKING TOO HARD. THE REST OF THE DAY, I'M YOURS!

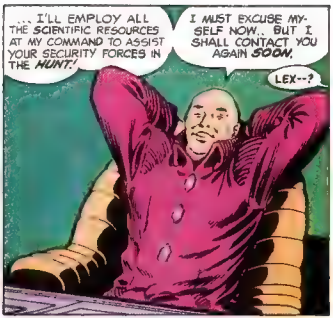

THAT EVENING, A TRANSPORT FLYER CARRYING PRECIOUS SPACE-ORES STREAMS ITS WAY ACROSS THE LEXORIAN NIGHT SKY.

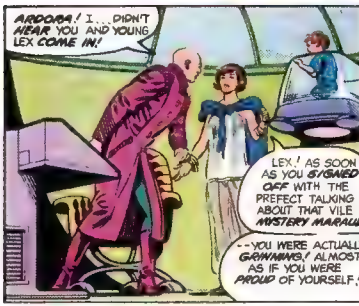
ZEROING IN ON THE VESSEL FROM ANOTHER DIRECTION -- A FOREBODING AIRBORNE FIGURE IS ETCHED AGAINST THE HAUNTING GLOW OF LUXOR'S TWIN MOONS...

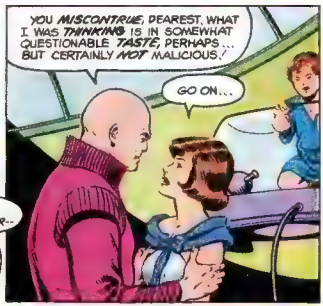
P!P BY TONTALAS! SOMETHING IS WREAKING HAVOC WITH OUR FLIGHT-PATH!
OUR GYROSTABILIZERS HAVE BEEN RENDERED USELESS! AND HAVE A LOOK AT THE TOPSIDE SCANNER!


IT IS NOT ANOTHER VESSEL ATTACKING US--IT IS A LEXORIAN GARBED IN A SUIT OF ARMOR UNLIKE ANYTHING I HAVE EVER SEEN!
WHOEVER HE IS--HE'S UNLEASHING AN ENERGY-BARRAGE ON OUR CARGO!
TAKE EVASIVE MANEUVERS AT ONCE! WE MUST TRY TO SAVE AS MUCH OF THE PRECIOUS ORE AS WE POSSIBLY CAN!
BUT EVEN BEFORE THE PILOTS CAN REACT...
?!? THIS CANNOT BE! THE SWEEPER-SCAN--
I SEE IT!
OUR ENTIRE CARGO WAS DECIMATED WITHIN A SINGLE PULSE-BEAT!
WHAT KIND OF DESTRUCTIVE POWER CAN CAUSE SUCH INSTANTANEOUS DISASTER?
A QUESTION ECHOED BY OTHER TERRORIZED LEXORIANS THIS NIGHT AS THE MYSTERY MARAUDER'S REIGN OF VILLAINY CONTINUES...
...SEEMINGLY WITHOUT MOTIVE AS MAIMED LIVES AND MANGLED PROPERTY SWIFTLY MOUNT UP IN A MOST TERRIBLE TOLL.

...AND ANY AID YOU CAN OFFER US IN TRACKING DOWN AND APPREHENDING THIS RUTHLESS MADMAN WILL BE MOST WELCOMED!
NEVER IN LEXOR'S PROUD HISTORY HAS THERE EVER BEEN SUCH A RAMPAGE OF WANTON CRIMINAL ACTS!
ASSURE THE COUNCIL, NYHAD...


...I'LL EMPLOY ALL THE SCIENTIFIC RESOURCES AT MY COMMAND TO ASSIST YOUR SECURITY FORCES IN THE HUNT!
I MUST EXCUSE MYSELF NOW.. BUT I SHALL CONTACT YOU AGAIN SOON.
LEX--?


ARDORA! I...DIDN'T HEAR YOU AND YOUNG LEX COME IN!
LEX! AS SOON AS YOU SIGNED OFF WITH THE PREFECT TALKING ABOUT THAT VILE MYSTERY MARAUDER--
--YOU WERE ACTUALLY GRINNING! ALMOST AS IF YOU WERE PROUD OF YOURSELF!


YOU MISCONTRUE, DEAREST. WHAT I WAS THINKING IS IN SOMEWHAT QUESTIONABLE TASTE, PERHAPS... BUT CERTAINLY NOT MALICIOUS!
GO ON...

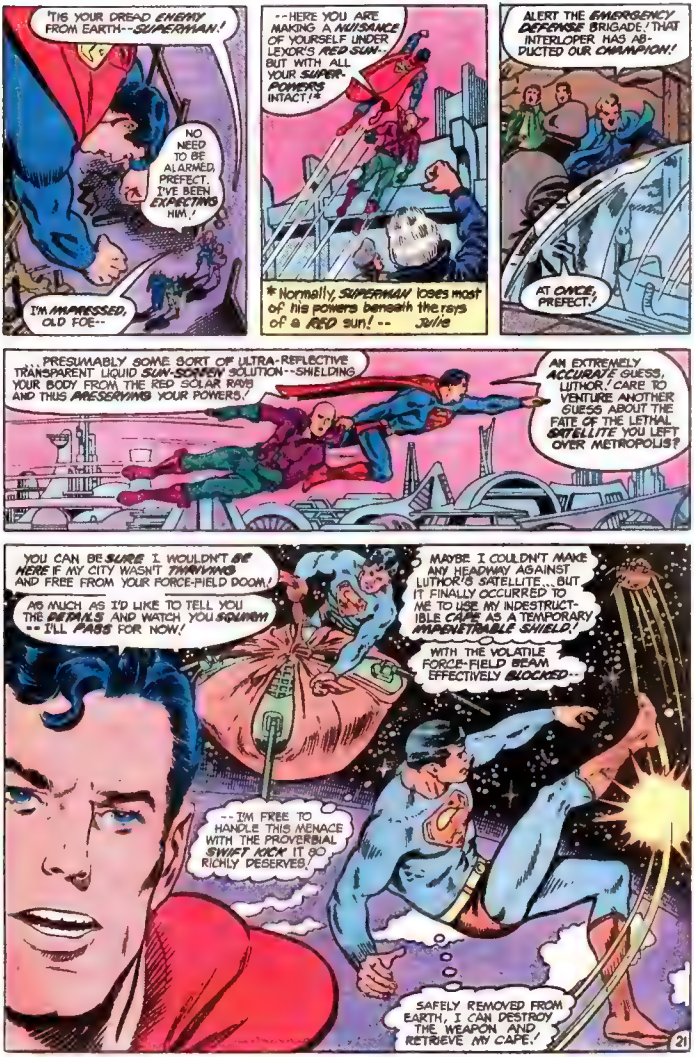
AS WE BOTH KNOW, MY LIFE-LONG ENEMY WILL BE ARRIVING ON LEXOR ANY DAY NOW, ONCE HE'S FIGURED OUT I'M HERE!
IT WAS HIS FORTUITOUS TIMING I FOUND AMUSING--
LEX...

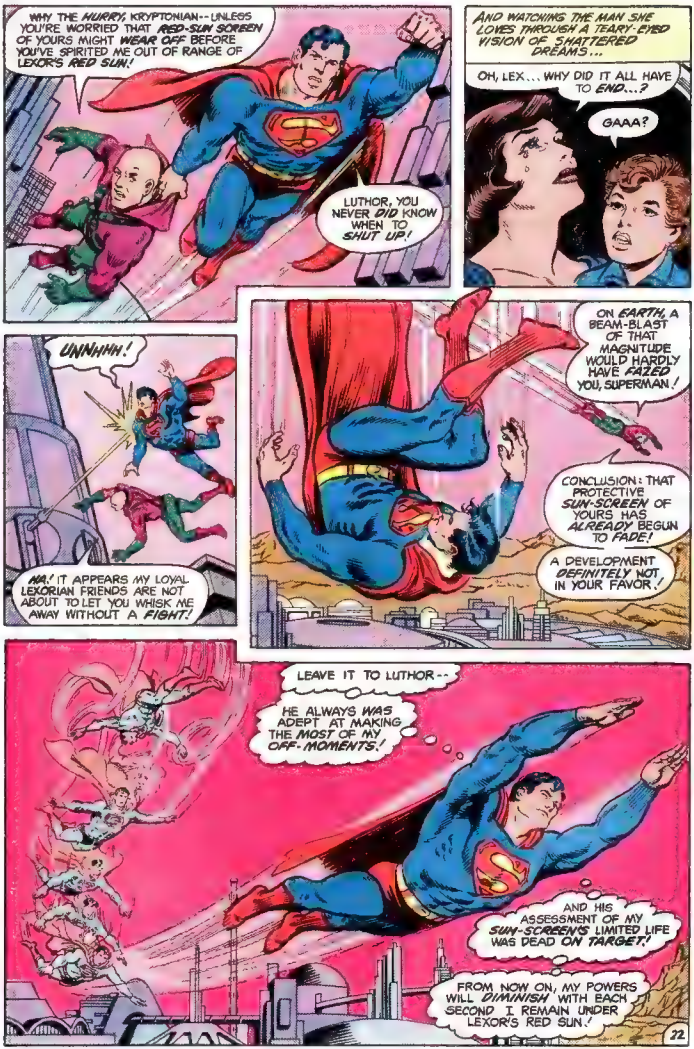
--NOW THAT THERE IS A TRUE CRIMINAL AT LARGE ON LEXOR FOR THE MUSCLE-BOUND KRYPTONIAN TO APPREHEND! THIS DESPICABLE MYSTERY MARAUDER!
CAN'T YOU APPRECIATE THE DELICIOUS IRONY OF IT ALL?

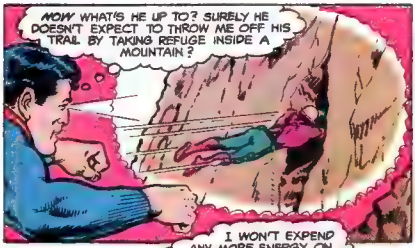
...YOU'VE BEEN SPENDING SO MANY LONG HOURS IN THAT HIDDEN LABORATORY YOU STUMBLED INTO WEEKS AGO!
LOOK INTO MY EYES, SWEETHEART...
I HAVE TO ASK THIS... AND PLEASE DON'T BE OFFENDED BY THE QUESTION--
DO YOU KNOW ANYTHING ABOUT THIS RAMPAGING MARAUDER?

CONTINUED ON 2ND PAGE FOLLOWING.

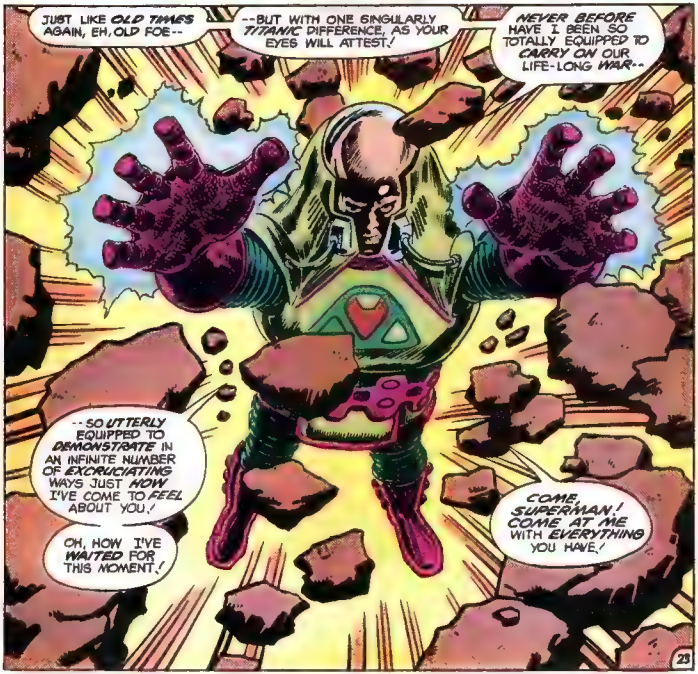
...AND ASK YOURSELF HOW COULD THEY POSSIBLY LIE TO YOU!? ON THE LIVES OF YOU AND OUR SON ...I SWEAR THE MARAUDER IS AS MUCH A MYSTERY TO ME AS EVERY OTHER LEXORIAN.
OH, DARLING, HOW I PRAYED THAT WOULD BE YOUR ANSWER.
CAN YOU EVER FORGIVE YOUR SHORT-SIGHTED WIFE FOR DOUBTING THE CHAMPION OF LEXOR?
NOT ONLY DOES HE FORGIVE YOU... HE UNDERSTANDS THE GNAWING KIND OF UN-CERTAINTY YOU WERE FEELING... MORE THAN YOU KNOW.
MUCH MORE THAN YOU KNOW.!
THREE DAYS LATER...
...FIRST IT WAS THE COMMCOM... THEN THE SKYTRAM... AND NOW THE CONVOCATION CENTER!
AT THIS RATE, OUR CITY WILL BE A LITTLE MORE THAN SMOLDERING RUINS BEFORE THAT INFERNAL MARAUDER IS THROUGH.!
PREFECT, WE'RE UP AGAINST A TRULY SICK INDIVIDUAL HERE --SOMEONE WITH AN EVIL STREAK IN HIM THAT JUST WON'T QUIT.!
I HAVE A THEORY I INTEND TO PURSUE AS SOON AS--
LOOK-- UP IN THE SKY!
20


'TIS YOUR DREAD ENEMY FROM EARTH--SUPERMAN!
NO NEED TO BE ALARMED, PREFECT. I'VE BEEN EXPECTING HIM.
I'M IMPRESSED, OLD FOE--
--HERE YOU ARE MAKING A NUISANCE OF YOURSELF UNDER LEXOR'S RED SUN--BUT WITH ALL YOUR SUPER-POWERS INTACT!*
* Normally, SUPERMAN loses most of his powers beneath the rays of a RED sun! -- Julie
ALERT THE EMERGENCY DEFENSE BRIGADE! THAT INTERLOPER HAS ABDUCTED OUR CHAMPION!
AT ONCE, PREFECT!
...PRESUMABLY SOME SORT OF ULTRA-REFLECTIVE TRANSPARENT LIQUID SUN-SCREEN SOLUTION--SHIELDING YOUR BODY FROM THE RED SOLAR RAYS AND THUS PRESERVING YOUR POWERS!
AN EXTREMELY ACCURATE GUESS, LUTHOR! CARE TO VENTURE ANOTHER GUESS ABOUT THE FATE OF THE LETHAL SATELLITE YOU LEFT OVER METROPOLIS?
YOU CAN BE SURE I WOULDN'T BE HERE IF MY CITY WASN'T THRIVING AND FREE FROM YOUR FORCE-FIELD DOOM!
AS MUCH AS I'D LIKE TO TELL YOU THE DETAILS AND WATCH YOU SQUIRM -- I'LL PASS FOR NOW!
MAYBE I COULDN'T MAKE ANY HEADWAY AGAINST LUTHOR'S SATELLITE...BUT IT FINALLY OCCURRED TO ME TO USE MY INDESTRUCTIBLE CAPE AS A TEMPORARY IMPENETRABLE SHIELD!
WITH THE VOLATILE FORCE-FIELD BEAM EFFECTIVELY BLOCKED--
--I'M FREE TO HANDLE THIS MENACE WITH THE PROVERBIAL SWIFT KICK IT SO RICHLY DESERVES!
SAFELY REMOVED FROM EARTH, I CAN DESTROY THE WEAPON AND RETRIEVE MY CAPE!
21


WHY THE HURRY, KRYPTONIAN--UNLESS YOU'RE WORRIED THAT RED-SUN SCREEN OF YOURS MIGHT WEAR OFF BEFORE YOU'VE SPIRITED ME OUT OF RANGE OF LEXOR'S RED SUN!
LUTHOR, YOU NEVER DID KNOW WHEN TO SHUT UP!
AND WATCHING THE MAN SHE LOVES THROUGH A TEARY-EYED VISION OF SHATTERED DREAMS...
OH, LEX... WHY DID IT ALL HAVE TO END...?
GAAA?
UNNHHH!
AH! IT APPEARS MY LOYAL LEXORIAN FRIENDS ARE NOT ABOUT TO LET YOU WHISK ME AWAY WITHOUT A FIGHT!
ON EARTH, A BEAM-BLAST OF THAT MAGNITUDE WOULD HARDLY HAVE FAZED YOU, SUPERMAN!
CONCLUSION: THAT PROTECTIVE SUN-SCREEN OF YOURS HAS ALREADY BEGUN TO FADE!
A DEVELOPMENT DEFINITELY NOT IN YOUR FAVOR!
LEAVE IT TO LUTHOR--
HE ALWAYS WAS ADEPT AT MAKING THE MOST OF MY OFF-MOMENTS!
AND HIS ASSESSMENT OF MY SUN-SCREEN'S LIMITED LIFE WAS DEAD ON TARGET!
FROM NOW ON, MY POWERS WILL DIMINISH WITH EACH SECOND I REMAIN UNDER LEXOR'S RED SUN!


NOW WHAT'S HE UP TO? SURELY HE DOESN'T EXPECT TO THROW ME OFF HIS TRAIL BY TAKING REFUGE INSIDE A MOUNTAIN?
I WON'T EXPEND ANY MORE ENERGY ON X-RAY VISION--I'LL JUST CRASH MY WAY IN, AND PULL HIM OUT!

BUT BEFORE THE ACTION ACE CAN FOLLOW THROUGH...
?!? SOMETHING'S HAPPENING IN THERE--
--AND BY RAO, I HAVE THE MOST SICKENING FEELING I'M NOT GOING TO LIKE IT!


JUST LIKE OLD TIMES AGAIN, EH, OLD FOE--
--BUT WITH ONE SINGULARLY TITANIC DIFFERENCE, AS YOUR EYES WILL ATTEST!
NEVER BEFORE HAVE I BEEN SO TOTALLY EQUIPPED TO CARRY ON OUR LIFE-LONG WAR--
--SO UTTERLY EQUIPPED TO DEMONSTRATE IN AN INFINITE NUMBER OF EXCRUCIATING WAYS JUST HOW I'VE COME TO FEEL ABOUT YOU!
OH, HOW I'VE WAITED FOR THIS MOMENT!
COME, SUPERMAN! COME AT ME WITH EVERYTHING YOU HAVE!

GREAT KRYPTON! LUTHOR, WHAT HAVE YOU DONE TO YOURSELF?
GREAT KRYPTON INDEED, MUSCLE-MIND! I HAVE SPENT MANY MONTHS HERE ON LEXOR EXPLORING MY NEW TOY'S UNLIMITED DESTRUCTIVE POTENTIAL!
OUR EARS MUST DECEIVE US!
LUTHOR'S VOICE--COMING FROM THE VILE MYSTERY MARAUDER?!
AND TO THINK ALL OF US BELIEVED IN HIM AND THE NOBLE IDEALS HE FEIGNED TO UPHOLD!
HOW FICKLE THE TIDE OF POPULAR OPINION PROVES TO BE FROM PLANET TO PLANET!
IT WOULD SEEM MY "LOYAL PUBLIC" HAS SEEN FIT TO TURN AGAINST ME AND TAKE YOUR SIDE IN OUR ONGOING DISPUTE!
I MUST DISCIPLINE THE LITTLE MAGGOTS SEVERELY FOR THEIR SHAMELESS DEFECTION--
--BUT ONLY AFTER YOU AND I HAVE BEEN PROPERLY REACQUAINTED!
UHHH...! THIS HEAD-ON COLLISION REPELLED ME AS MUCH AS IT DID HIM!
BECAUSE MY INVULNERABILITY HAS BEEN DIMINISHED BY THE RED RAYS FILTERING THROUGH MY GUN-SCREEN--
--OR CAN LUTHOR'S NEW WAR-SUIT ACTUALLY BE THAT POWERFUL?!
24

IT'S... BONE-CHILLING... HOW THE VERY SIGHT OF ME AFTER SO LONG AN ABSENCE HAS INFUSED LUTHOR WITH A VIRTUAL "RUSH" OF PURE UNADULTERATED HATRED!
HE'S EXPOSED HIS TRUE NATURE IN FRONT OF THE LEXORIANS WHOSE BLIND ADMIRATION HE STROVE SO LONG AND HARD TO EARN--
--BUT HE DOESN'T CARE NOW! ALL THAT THAT MATTERS IS RESUMING OUR WAR AND FEEDING THE HATE!
FEEDING THE HATE!
I'VE CONCOCTED THIS BARRAGE ESPECIALLY FOR YOU, KRYPTONIAN!
I EXPECT YOU'LL FIND THE ENERGY-MELD PARTICULARLY UNPLEASANT!
AYYYIEEEEE!
THANK THE STARS I'M STILL TOUGH ENOUGH TO DEFLECT THE BLAST--
-- BUT RAO, DOES THAT HURT!
LUTHOR'S NEW SUIT HAS THE CAPABILITY OF "MIXING" ANY NUMBER OF LETHAL ENERGY-TYPES TOGETHER TO PRODUCE A WHOLE NEW ARRAY OF NIGHTMARISH SALVOS!
EVER SINCE I ARRIVED ON LEXOR, THE SITUATION HAS BEEN GOING FROM BAD TO WORSE AND THEN SOME!
HOW DO I GET THE WINNING EDGE IN THIS FIGHT WITH MY POWERS FADING BY THE MILLISECOND?
25
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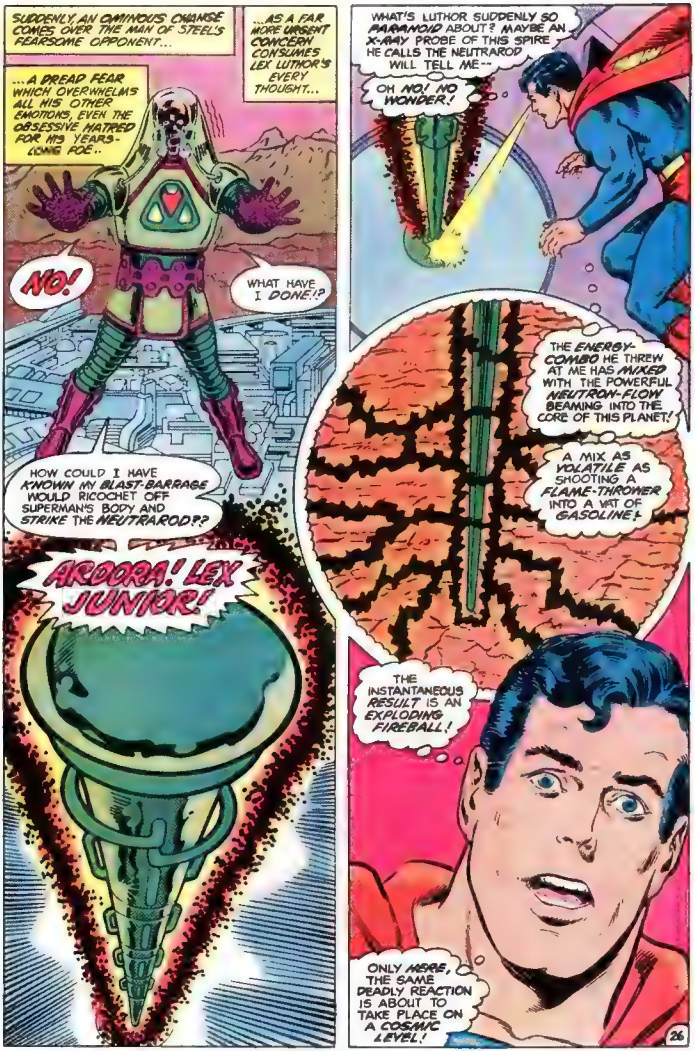
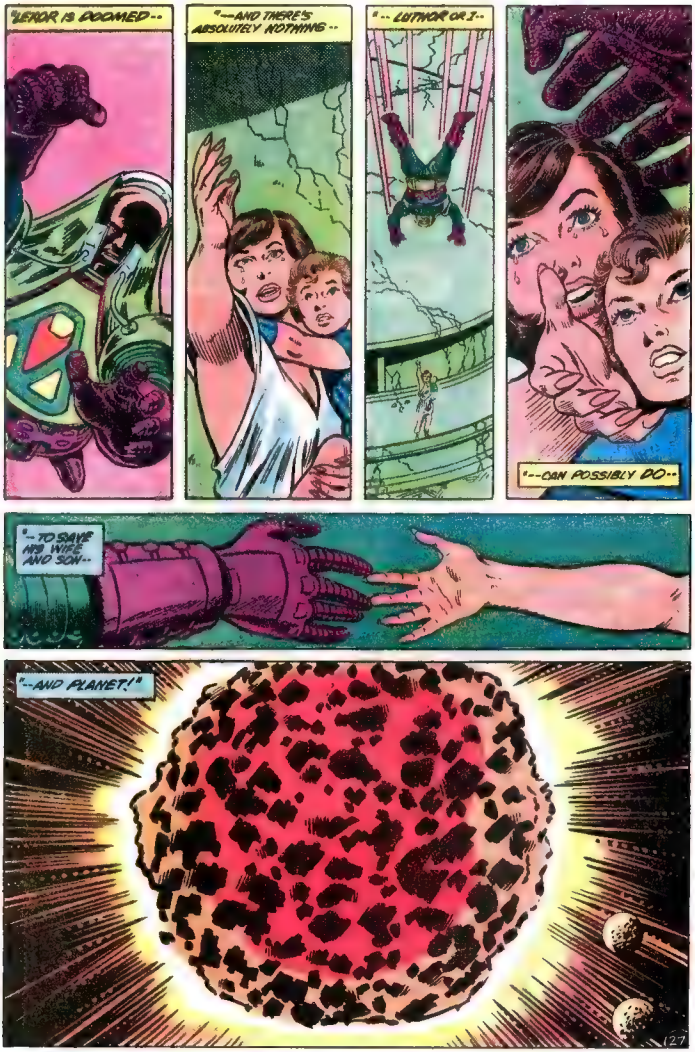

SUDDENLY, AN OMINOUS CHANGE COMES OVER THE MAN OF STEEL'S FEARSOME OPPONENT...
...AS A FAR MORE URGENT CONCERN CONSUMES LEX LUTHOR'S EVERY THOUGHT...
...A DREAD FEAR WHICH OVERWHELMS ALL HIS OTHER EMOTIONS, EVEN THE OBSESSIVE HATRED FOR HIS YEARS-LONG FOE..
NO!
WHAT HAVE I DONE!?
HOW COULD I HAVE KNOWN MY BLAST-BARRAGE WOULD RICOCHET OFF SUPERMAN'S BODY AND STRIKE THE NEUTRAROD!?
ARDORA! LEX JUNIOR!
WHAT'S LUTHOR SUDDENLY SO PARANOID ABOUT? MAYBE AN X-RAY PROBE OF THIS SPIRE HE CALLS THE NEUTRAROD WILL TELL ME--
OH NO! NO WONDER!
THE ENERGY-COMBO HE THREW AT ME HAS MIXED WITH THE POWERFUL NEUTRON-FLOW BEAMING INTO THE CORE OF THIS PLANET!
A MIX AS VOLATILE AS SHOOTING A FLAME-THROWER INTO A VAT OF GASOLINE!
THE INSTANTANEOUS RESULT IS AN EXPLODING FIREBALL!
ONLY MERE, THE SAME DEADLY REACTION IS ABOUT TO TAKE PLACE ON A COSMIC LEVEL!


"LEXOR IS DOOMED--
"---AND THERE'S ABSOLUTELY NOTHING--
"--LUTHOR OR I--
"--CAN POSSIBLY DO--
"--TO SAVE HIS WIFE AND SON--
"--AND PLANET!"

;UHHHH!! MY PAINFULLY INVULNERABILITY WAS BARELY ABLE TO KEEP ME ALIVE THROUGH LEXOR'S DESTRUCTION!
BUT THE MILLIONS OF INHABITANTS...THROUGH NO FAULT OF THEIR OWN... HAVE MET THE SAME GRISLY FATE AS THEIR 'CHAMPION'!
HOW CHILLING IT WAS TO WATCH HELPLESSLY AS LUTHOR'S UNCONTROLLABLE HATRED TRIGGERED HIS PLANET'S DESTRUCTION--
--A CATASTROPHE THAT PARALLELS THE TRAGIC DEMISE OF MY PLANET KRYPTON!
I ALWAYS SUSPECTED LUTHOR MIGHT BECOME THE VICTIM OF HIS OWN EVIL ONE DAY!
BUT I NEVER DREAMED HE WOULD BLAST AN ENTIRE RACE INTO OBLIVION ALONG WITH HIM!
YOU'VE TAKEN MY FAMILY FROM ME...
YOU'VE TAKEN MY WORLD FROM ME...
UNTIL NOW, I ALWAYS THOUGHT I HATED YOU AS MUCH AS ANY ONE BEING COULD HATE ANOTHER!
BUT I WAS WRONG...
UNTIL TODAY, I DIDN'T EVEN KNOW THE MEANING OF THE WORD!
I'M COMING FOR YOU, SUPERMAN... AND I HAVE ONLY JUST BEGUN TO HATE!

SUPERMAN'S ARCH-FOE BEGINS HIS NEW CAMPAIGN OF VENGEANCE IN SUPERMAN #385, JULY--"LUTHOR RISES AGAIN!" ON SALE APRIL 9! IT'S A DATE!

THE NEW LUTHOR
DESIGNED BY
GEORGE PÉREZ

HAPPY 45TH ANNIVERSARY, SUPERMAN!

S-4120

It's *1983!* You have super-survived all these many years! You have been published monthly in ACTION COMICS magazine since that classic "historic" June, 1938 first issue!

And it is only the beginning!

Since 1938, you have been in comic books, in a television series, in a couple of motion picture blockbusters, in super-merchandising.

Exploitation of your amazing adventures in *4-D* movies on other worlds and in a trillion other dimensions may happen some day. Why not? You're *Superman!*

You will live in fiction as long as there are people who enjoy the adventurings of a super-being who "rocketed as a baby from the exploding planet Krypton and grew to manhood on EARTH, with fantastic SUPER-POWERS!"

With your astounding photographic memory, you probably recall most of what I am going to tell you. But please indulge your co-creator. Okay?

This rambling reminiscing is being published in the 45th anniversary issue of ACTION COMICS. Some of your fans in the current generation may not know how you burst out of total obscurity into world-wide fame. So—

Your genesis began back in the early 1930s. Artist Joe Shuster and I were high school classmates at Glenville High School in Cleveland, Ohio. Those were hard times.

I had read about the fabulous success and great incomes of comics creators in a *Fortune Magazine* article which was reprinted in *Reader's Digest*. Until then, my chief ambition was to become a writer of science-fiction stories and novels. I had always loved comics. As a child, I had been fascinated by the *"Little Nemo"* comic strip which was created by Winsor McCay. His marvelous imagination and incredible artwork had thrilled me, boggled me. Joe Shuster loved McCay's work also; like me, he was a science-fiction fan. Both of us greatly admired the brilliant magazine artwork of science-fiction pioneer artist Frank R. Paul. We also were inspired by the work of Harold Foster (artist of the *Tarzan* comic strip) and Alex Raymond's *"Flash Gordon"* and *"Secret Agent X-9"*.

I yearned to be another Edgar Rice Burroughs. His creations *Tarzan* and *John Carter of Mars* really got to me in those days long before the expression "far-out" came into existence. I read enormous quantities of eerie-hero oriented pulp magazines like *"The Shadow"*. Joe and I haunted movies, often cashing in milk bottles to finance getting past theater box-offices. Seated side-by-side in uncomfortable theater seats, we ate popcorn and absorbed "B movies" galore along with "A production" films. I was especially strongly impressed by the Warner Brothers movies with their social injustice messages. On screen, Astaire and Rogers danced... Paul Muni suffered... Laurel and Hardy were fabulously funny.

Over the radio came the strident, hate-mongering voice of Adolf Hitler. And the calmly reassuring voice of Franklin D. Roosevelt.

My mother worried that I, her impractical son who wanted to be a writer, might not survive in this dog-eat-dog world.

Joe's mother worried, too, about the future of Joe who as a child had drawn pictures on the bedroom wall and wanted to be an artist.

From the very first day we met, Joe and I went to work immediately, collaborating together on the creation of comic strips. Comics of all types. Comedy, science-fiction, etc. Creating comics was easy. Selling them wasn't. Joe's eyes troubled him. Despite this, he drew panel after panel after panel.

I know that you know most of this, already, *Superman*. Probably even better than I do. Please bear with me. I'm not a super-guy from Krypton. But I lived through this. Like Joe.

I wrote some science-fiction stories and submitted them to *"Amazing Stories"* and *"Science Wonder Stories"*. They were rejected. Refusing to accept defeat, I went into the fanzine business, mainly to get those rejected stories seen by readers. My first fanzine was entitled *"Cosmic Stories"*. It was typewritten. Later, with Joe Shuster as art editor, and with myself as editor, I published the fanzine "SCIENCE FICTION". It was published on the mimeograph machine of Glenville High School where I was a reluctant "student".

In the January, 1933 issue of "SCIENCE FICTION" appeared a story I had written in 1932 entitled, "Reign of the Superman". I used the pseudonym "Herbert S. Fine" which combined the name of a cousin of mine together with my mother's maiden name.

After the publication of "Reign of the Superman", it occurred to me that a different version of *Superman* could be the basis of an extremely powerful and successful comic book. And so I originated, together with Joe Shuster, the comic book "THE SUPERMAN", back in 1933.

A Chicago publisher was interested. But he did not follow through and publish "THE SUPERMAN". Broken-hearted, Joe tore up and burned all of the original drawings pages, except its cover. Joe was terribly discouraged. He got a part-time job as a grocery store's delivery-boy; another job, carrying a heavy box and selling ice-cream bars on the streets.

Then came *1934.*

I was still convinced that fame and fortune could be found by creating a super-hero comic strip. This time, it would be a syndicated newspaper comic strip, instead of a newsstand comic book. I would name it: "SUPERMAN".

Late one night, it was so hot that I had trouble falling asleep. I passed the time by trying to come up with dramatic story elements for the comic strip. One premise I had already conceived came back to me, but in even sharper focus.

The story would begin with you as a child on the far-off planet Krypton. Like the others of that world, you had super-powers. (In revised versions done many years after the comic strip was first published, this facet was altered.) The child's scientist-father was mocked and denounced by the Science Council. They did not believe his claim that Krypton would soon explode from internal

stresses. Convinced that his prediction was valid, the boy's father had been constructing a model rocket ship. As the planet began to perish, the baby's parents knew its end was close. There was not space enough for three people in the small model craft. They put the baby into it. The mother chose to remain on the doomed planet together with the man she loved, and die with him. Tearfully, hoping that their baby boy would survive, they launched the craft bearing him off toward the planet Earth. Shortly, Krypton exploded and its millions of inhabitants were destroyed.

On Earth, the super-tyke was found and adopted by a couple. They loved him and taught him to conceal his super-secret from the world. They told him that someday he must use his incredible abilities to aid those less gifted than he. And he would fight for justice, too!

The boy would grow up to become the colorfully costumed super-powered *Superman!*

Excitedly, I got out of bed and wrote that down. Yawning, I went back to bed and fell asleep.

I awoke a little later. More ideas came to me. This *Superman* would lead a double-life. As headline-hunting newspaper reporter Clark Kent, he would hide behind a false front of pretended timidity, so that no one would suspect that he was secretly the crusading, all-powerful *Superman*. As a further disguise, meek, mild Clark Kent would wear eyeglasses, which would give him a somewhat intellectual, inhibited appearance.

For romantic interest (romance makes the world go 'round, and it could add zest to the "SUPERMAN" comic strip), I would add a very gutsy and extremely beautiful girl reporter, Lois Lane, into the strip's cast of characters. Lois would scorn klutzy Clark. She would have a crush on *Superman*, totally unaware that Clark and *Superman* were one-and-the-same person!

This time I almost fell out of bed in my haste to get it all down in script form on paper. Much later, I returned to bed, one happy guy. I felt I had come up with sure-fire ingredients for a smash-hit comic strip.

Supie, you know and I know that much of that premise came out of my own personal frustrations. I wore spectacles and was a high school boy who wrote for the school newspaper. Introverted, my thoughts kept dwelling mostly on science fiction, thriller pulp magazines and the movies.

There were some lovely high school girls who I admired from afar. They were not the least bit interested in me. I was not a Clark (Kent) Gable. I was just another face in the crowded, busy high school corridors.

Those attractive schoolgirls in the classes and corridors didn't care that I existed. But!! If I were to wear a colorful, skintight costume! If I could run faster than a train, lift great weights easily, and leap over skyscrapers in a single bound! Then they would notice me!

Very early the next morning, I didn't bother to eat. I ran all the way, twelve blocks, to Joe's apartment where he lived with his family.

Joe read the script. Instant approval. He loved the new "SUPERMAN" format. Like me, he, too, was bespectacled and inhibited.

Filled with high inspiration, Joe sat down at his drawing board and began making pencil sketches.

Joe and I discussed the appearance of Clark Kent and *Superman*. I suggested to Joe that he place the symbol "S" within a triangle on the chest of the *Superman* costume. I told Joe to give you a cape which would add to the action as you ran and leapt and battled. Joe's depiction of your muscular physique and good looks was excellent.

Did you immediately sweep comics editors off their feet?

Hardly. Most of them couldn't have cared less about you. In the comics, you could accomplish anything. In real life, you were up against one of the roughest, toughest beings in all creation: a comics editor.

One of that breed, a deceptively soft-spoken guy, had earlier advised me in almost fatherly fashion, "What you've got to do, kid, is come up with a comic strip that is absolutely sensational!"

When I submitted the four weeks of "SUPERMAN" daily strips to him, he slowly shook his head as he read it. He gave the drawings back to me and said, "The trouble with this, kid, is that it's too sensational. Nobody would believe it."

Several editors almost double-taked as they glanced at your comics exploits. They had thoughtful expressions as they gave the rejected "SUPERMAN" comic strips back to me. After turning down "SUPERMAN", would they publish an imitation of you? That worried me.

Were Joe and I discouraged? Not really. We felt certain that sooner or later you would become bigtime.

Several times you were almost published.

Joe and I finally became comics pros. We were doing several low-pay comic book features for publisher Major Malcolm Wheeler-Nicholson. The Major offered to publish "SUPERMAN" in one of his comics magazines. We turned down his offer because we wanted to place our favorite brainchild with a better organization.

A small newspaper syndicate wanted me to junk the "SUPERMAN" comic strip format. They suggested that I write your adventures as a daily serial fiction story for newspapers. I turned that down because I believed your greatest impact would be in visual form rather than as serialized novels. I felt that mere words alone could not surpass the impact of Joe's dramatic "SUPERMAN" comic strip artwork.

The TIP TOP comic book was going to publish the "SUPERMAN" comic strip in a test-run, prior to its potential syndication to newspapers by United Features Syndicate. That organization withdrew their offer because they believed readers would probably soon tire of you.

A couple of newspaper syndicate men showed the "SUPERMAN" daily strips to several newspaper editors. The reactions they received did not sufficiently encourage the two syndicators to furnish "SUPERMAN" to newspapers.

For a little while, POPULAR COMICS magazine was interested in publishing you. Sheldon Mayor liked "SUPERMAN" and told his boss M.C. Gaines he thought you had possibilities. But you didn't make it into POPULAR COMICS.

In 1937, you got your big break.

Detective Comics, Inc., for whom Joe and I were doing *"Slam Bradley"* and *"Spy"* was considering features for a new comic magazine they were about

CONTINUED ON 2 HIP PAGE FOLLOWING

to start. M.C. Gaines of McClure Newspaper Syndicate had abandoned the launching of a syndicate comics tabloid project. He got my okay to forward "SUPERMAN", along with other proposed comics I had submitted to him, over to Detective Comics, Inc. for their consideration. Soon, Detective's editor Vin Sullivan informed me that of all the new comics features I had submitted for consideration, they liked "SUPERMAN" the best.

Joe cut-and-pasted the four weeks of "SUPERMAN" newspaper format daily strips onto 13 comic-book-sized-pages. He and I added a promotional final panel on the last page. Its blurb read: "AND SO BEGINS THE STARTLING ADVENTURES OF THE MOST SENSATIONAL STRIP CHARACTER OF ALL TIME: SUPERMAN!"

Joe and I thoroughly believed that blurb.

Our faith in you was undiminished.

You materialized on the comics pages of ACTION COMICS #1, June, 1938!

Now you are *Mr. Nostalgia Americana!* The Kid From Krypton who made it big in the comics, in radio, television, movies, and in character merchandising... just as Joe and I had visualized you would. Our high hopes for you finally came true!

It's your 45th anniversary of monthly publication in ACTION COMICS now, *Superman!*

So very much has happened since your first appearance in ACTION #1.

Back then, comic books were the stepchild of the publishing industry. Mostly, they were looked down on, except by their millions of ardent readers.

Today, comic books are a part of the American heritage. A great deal of the work in them is done by dedicated craftsmen. Much of the early comics in yellowing old comic books is now held in higher regard. Nowadays, a collector who wanted to buy ACTION #1 would have to pay a huge amount of money for it.

On this, the 45th anniversary of your first publication in ACTION COMICS, I want to express my thanks to:

Vin Sullivan, the editor who first informed me that you would be published in ACTION COMICS.

Jack Liebowitz and the late Harry Donenfeld. Their comic book publishing and distribution foresight and ability played a major role in boosting you, after your years of languishing, into the bigtime.

The late Whit Ellsworth and the late Mort Weisinger. Two editors who strove to keep you on top. Mort shook-up some segments of fandom with his changes and innovations in the *Superman* Mythos. Mort's insistence on freshness and originality helped keep you in business.

Julius Schwartz. *Superman's* current editor. Mr. Enthusiasm. His task is to keep you interesting and alive and on top. A tough, demanding job. Well done, Julie!

E. Nelson Bridwell. Consulting editor, *"Superman"* historian, author. He knows more about your thousands of adventurings than even I, your co-creator.

Your many artists and scripters, both past and present. Coming up with eye-rivetting super excitement month after month, year after year, is a difficult feat.

Len Wein. He wrote a "SUPERMAN Meets THE SPECTRE" story ... "THE SPECTRE" was another super-hero comics creation of mine. Len's script was beautifully done.

Marv Wolfman and George Perez. Their *"The New Teen Titans"* has given this comic book old-timer much sheer enjoyment.

Sol Harrison, former President of DC Inc. A good guy, a good friend. After Joe and I became reunited with you again, Sol made us feel very welcome.

Jenette Kahn. DC's current President and Publisher. Her enthusiasm and dedication is an irresistible combination.

Thanks to Neal Adams, Jerry Robinson and many others whose talent is surpassed only by their humanity.

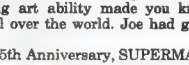
Steve Ross, Chairman of the Board of Warner Communications. Steve considerably boosted the amounts both Joe and I will receive from Warner Communications for the rest of our lives for having conceived you, our literary brainchild.

A very special thanks to my lovely, brainy wife Joanne who was the super-gorgeous model for Joe Shuster's artistic conception of Lois Lane; and more special thanks to our lovely, adorable daughter Laura. Laura is now a cable tv "Lois Lane the Second" girl reporter: "Laura Carter". Both Joanne and Laura, when life got grim for me, encouraged me to believe that it's true, you can achieve a seemingly Impossible Dream. Laura has been an actress, too. A real-life SUPERGIRL. Joanne's guidance has been extremely helpful to Joe and me.

Very, very heart-felt thanks to Joe Shuster, your co-creator. His artistic talent brought you to life, unforgettably. Joe had eye problems. But his outstanding art ability made you known and enjoyed all over the world. Joe had great inner vision.

Happy 45th Anniversary, SUPERMAN! We all love you.

—Jerry Siegel



A MESSAGE FROM JOE SHUSTER

I am sending you a copy of an original drawing of SUPERMAN—as you requested—for the 45th Anniversary Edition of the first SUPERMAN appearances in ACTION COMICS.

Sorry about the delay—but I've recently undergone eye-surgery for a detached retina and I have had a difficult time completing the drawing.

Nevertheless, I would like to do my share in celebrating the 45th Anniversary Issue—and I know millions of fans will enjoy seeing this first SUPERMAN Action drawing to be reproduced for publication in many years.

Since this may be the last SUPERMAN drawing I will ever make, due to the condition of my eyes, I have decided to keep the original. It has a very special and sentimental meaning for me.

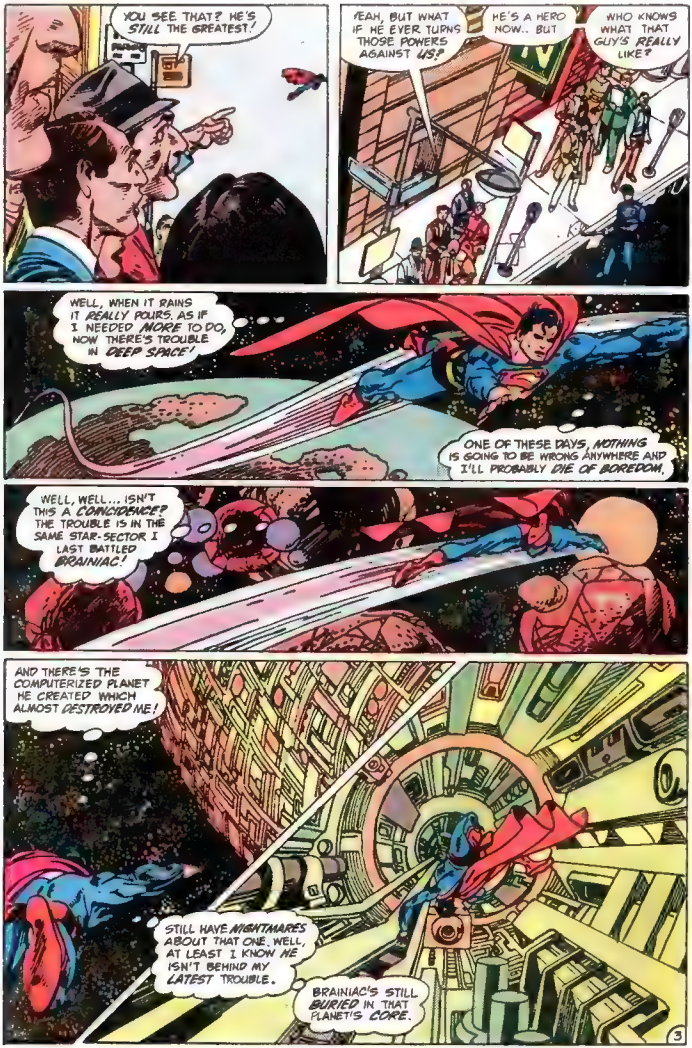
Sending my best personal wishes to you and all the staff at DC Comics.

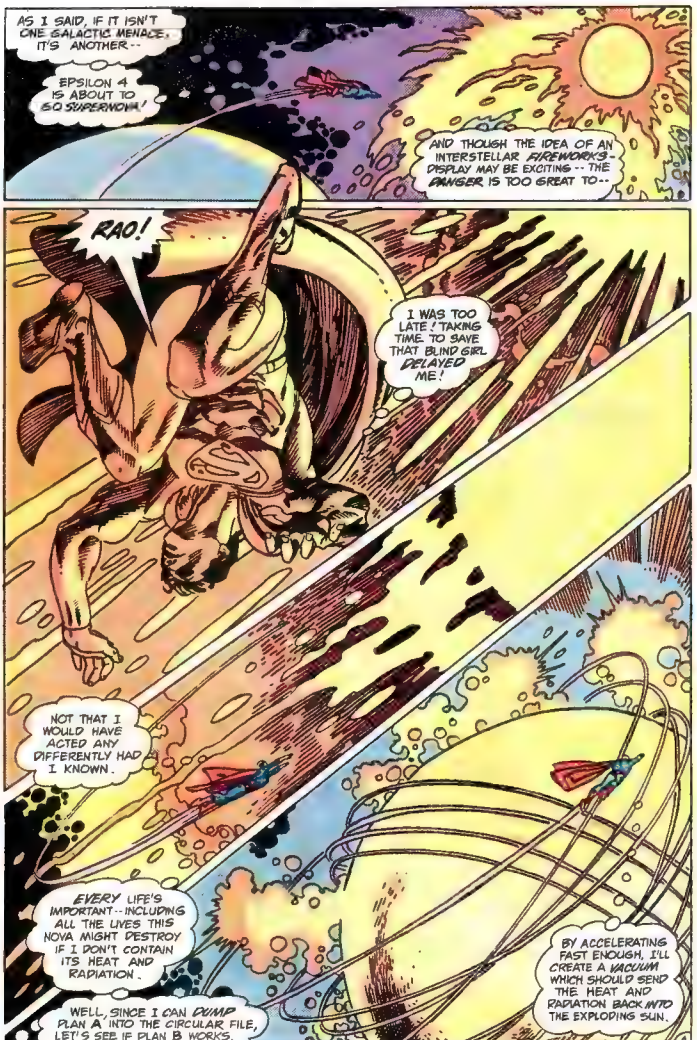
Warmest regards,
Joe Shuster

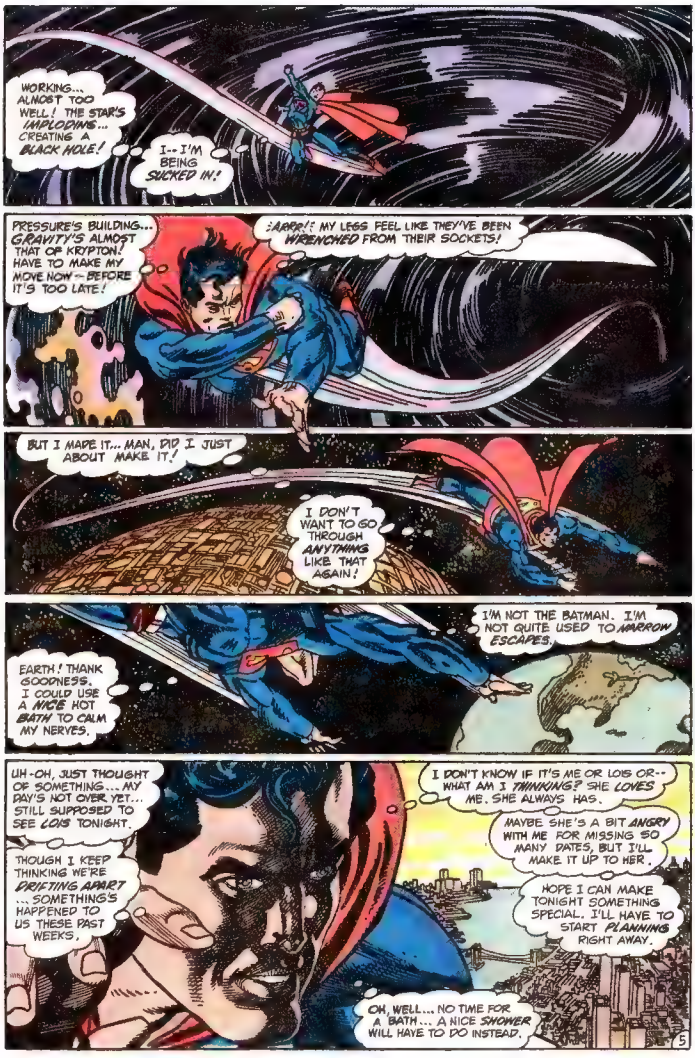
Congratulations, SUPERMAN!
It's 45 years and you are even more SUPER than ever!
Joe Shuster
1983
S-4146

SUPERMAN
Created by JERRY SIEGEL & JOE SHUSTER
ONE YEAR AGO TODAY...
WHAT DO THEY THINK ABOUT ME? ARE THEY SCARED WHEN THEY SEE ME FLYING ON PATROL?
OR DO THEY TRULY KNOW WHY I'M HERE?
BLAST! I WISH I KNEW!
REBIRTH!
MAYBE EVEN MORE -- I WISH I UNDERSTOOD THEM BETTER.
I'VE LIVED ON THIS PLANET SINCE I WAS IN SWADDLING CLOTHES...
...BUT SOMETIMES I DON'T FEEL LIKE I BELONG.
MARV WOLFMAN WRITER
GIL KANE ARTIST
BEN ODA - LETTERER
GENE D'ANGELO - COLORIST
JULIUS SCHWARTZ EDITOR
5-1150

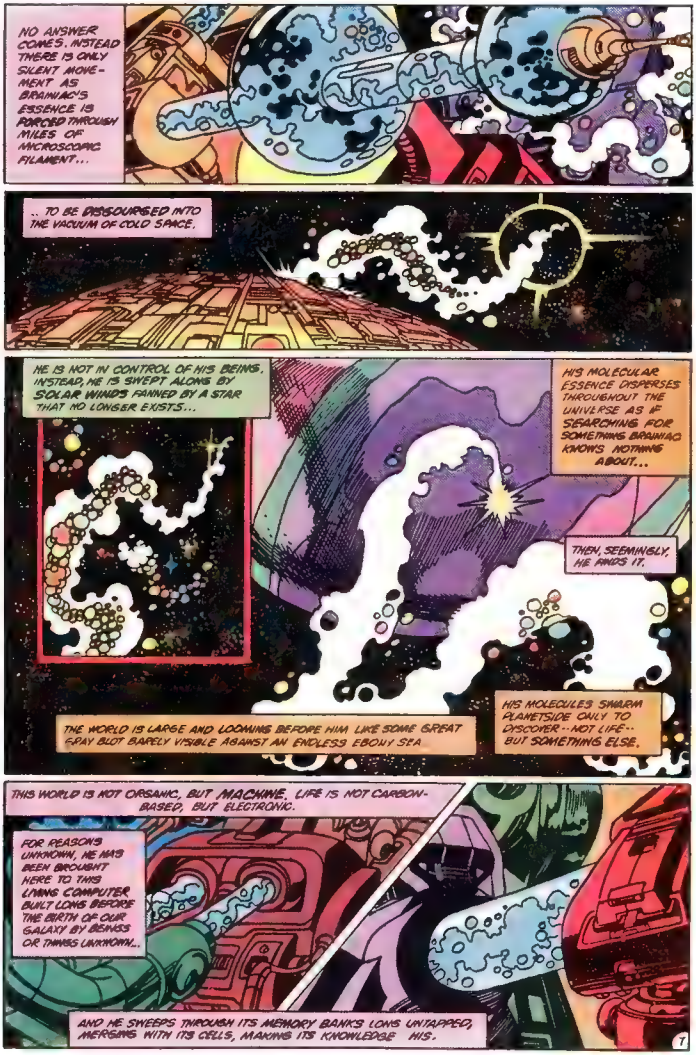
NO TIME TO WONDER, THOUGH.
I'M NEEDED!
THAT DRIVER CAN'T SEE AROUND THAT PARKED TRUCK--
WELL, FRIGID AIR WILL TEMPORARILY FREEZE HIS ENGINE!
--AND HE'S ABOUT TO MAKE A MISTAKE HE'D RUE FOR THE REST OF HIS LIFE!
HE SEES HER NOW, BUT HE'S SCARED.. ISN'T REACTING FAST ENOUGH!
HI, THERE. DON'T BE AFRAID. I'M...
S-SUPERMAN? I-I'VE HEARD YOU ON TV!
THEY SAY YOU'RE THE GREATEST MAN IN THE WORLD! ARE YOU REALLY?
I'M JUST A MAN. ARE YOU ALL RIGHT?
SURE.
GOOD. BE CAREFUL. G'BYE.
'BYE.
WOW!
2

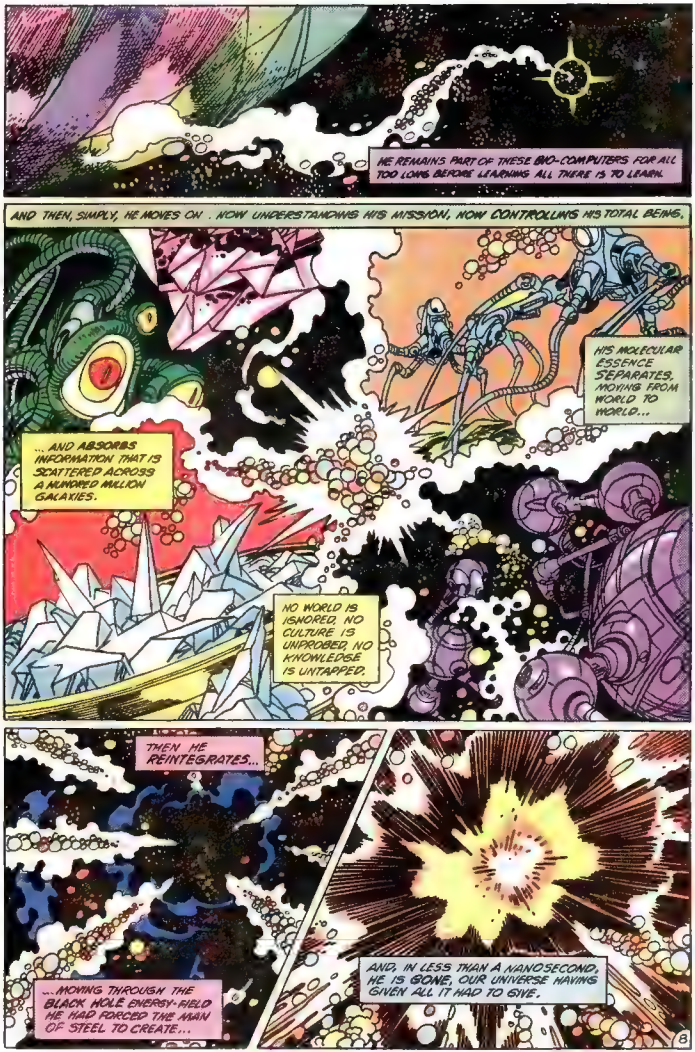

YOU SEE THAT? HE'S STILL THE GREATEST!
YEAH, BUT WHAT IF HE EVER TURNS THOSE POWERS AGAINST US!?
HE'S A HERO NOW.. BUT
WHO KNOWS WHAT THAT GUY'S REALLY LIKE?
WELL, WHEN IT RAINS IT REALLY POURS, AS IF I NEEDED MORE TO DO, NOW THERE'S TROUBLE IN DEEP SPACE!
ONE OF THESE DAYS, NOTHING IS GOING TO BE WRONG ANYWHERE AND I'LL PROBABLY DIE OF BOREDOM.
WELL, WELL... ISN'T THIS A COINCIDENCE? THE TROUBLE IS IN THE SAME STAR-SECTOR I LAST BATTLED BRAINIAC!
AND THERE'S THE COMPUTERIZED PLANET HE CREATED WHICH ALMOST DESTROYED ME!
STILL HAVE NIGHTMARES ABOUT THAT ONE. WELL, AT LEAST I KNOW ME ISN'T BEHIND MY LATEST TROUBLE.
BRAINIAC'S STILL BURIED IN THAT PLANET'S CORE.


AS I SAID, IF IT ISN'T ONE GALACTIC MENACE, IT'S ANOTHER--
EPSILON 4 IS ABOUT TO GO SUPERNOVA!
AND THOUGH THE IDEA OF AN INTERSTELLAR FIREWORKS-DISPLAY MAY BE EXCITING--THE DANGER IS TOO GREAT TO--
RAO!
I WAS TOO LATE! TAKING TIME TO SAVE THAT BLIND GIRL DELAYED ME!
NOT THAT I WOULD HAVE ACTED ANY DIFFERENTLY HAD I KNOWN.
EVERY LIFE'S IMPORTANT--INCLUDING ALL THE LIVES THIS NOVA MIGHT DESTROY IF I DON'T CONTAIN ITS HEAT AND RADIATION.
WELL, SINCE I CAN DUMP PLAN A INTO THE CIRCULAR FILE, LET'S SEE IF PLAN B WORKS.
BY ACCELERATING FAST ENOUGH, I'LL CREATE A VACUUM WHICH SHOULD SEND THE HEAT AND RADIATION BACK INTO THE EXPLODING SUN.
4


WORKING... ALMOST TOO WELL! THE STAR'S IMPLODING... CREATING A BLACK HOLE!
I-- I'M BEING SUCKED IN!
PRESSURE'S BUILDING... GRAVITY'S ALMOST THAT OF KRYPTON! HAVE TO MAKE MY MOVE NOW -- BEFORE IT'S TOO LATE!
:ARRR!: MY LEGS FEEL LIKE THEY'VE BEEN WRENCHED FROM THEIR SOCKETS!
BUT I MADE IT... MAN, DID I JUST ABOUT MAKE IT!
I DON'T WANT TO GO THROUGH ANYTHING LIKE THAT AGAIN!
I'M NOT THE BATMAN. I'M NOT QUITE USED TO NARROW ESCAPES.
EARTH! THANK GOODNESS. I COULD USE A NICE HOT BATH TO CALM MY NERVES.
UH-OH, JUST THOUGHT OF SOMETHING... MY DAY'S NOT OVER YET... STILL SUPPOSED TO SEE LOIS TONIGHT.
THOUGH I KEEP THINKING WE'RE CROSSING PATHS? ...SOMETHING'S HAPPENED TO US THESE PAST WEEKS.
I DON'T KNOW IF IT'S ME OR LOIS OR-- WHAT AM I THINKING? SHE LOVES ME. SHE ALWAYS HAS.
MAYBE SHE'S A BIT ANGRY WITH ME FOR MISSING SO MANY DATES, BUT I'LL MAKE IT UP TO HER.
HOPE I CAN MAKE TONIGHT SOMETHING SPECIAL. I'LL HAVE TO START PLANNING RIGHT AWAY.
OH, WELL... NO TIME FOR A BATH... A NICE SHOWER WILL HAVE TO DO INSTEAD.

ACROSS THE GULF OF SPACE, LOST IN THE VELVET DEPTHS OF INFINITY, LIES A WORLD MOST SINGULAR...
A COMPUTERIZED COFFIN, A MECHANIZED MAUSOLEUM WHERE DEATH IS NOT FINALITY BUT THE BEGINNING OF SOMETHING NEW...
WITHIN LIES THE FORM OF A SENTIENT BEING KNOWN AS BRAINIAC, NOT A LIVING BEING, BRAINIAC IS, SIMPLY PUT, A MECHANICAL CREATION...
...THAT IS ABOUT TO MAKE A MOST DRAMATIC CHANGE.
IT HAS WORKED... BEYOND MY WILDEST COMPUTATIONS.
NOW WHAT WAS WILL NEVER AGAIN BE THE SAME.
THAT FOOL NEVER SUSPECTED THAT THROUGH THE WEAPONRY THAT IS PART OF THIS WORLD I CONTROL--
--I STIMULATED THAT STAR'S UNSTABLE CORE. I FORCED EPSILON 4 TO NOVA!
I NEEDED ITS ENERGY AND POWER TO EFFECT MY ESCAPE, AND TO--
WAIT! MY SHELL DISSOLVES... IT IS RETURNING TO ITS MOLECULAR STATE!
WHAT HAVE I DONE?
MASS CONVERTS TO ENERGY, I-I AM NO LONGER CORPOREAL!
WHAT HAVE I DONE?!


NO ANSWER COMES. INSTEAD THERE IS ONLY SILENT MOVEMENT AS BRAINIAC'S ESSENCE IS FORCED THROUGH MILES OF MICROSCOPIC FILAMENT...
.. TO BE DISSOURSED INTO THE VACUUM OF COLD SPACE.
HE IS NOT IN CONTROL OF HIS BEING. INSTEAD, HE IS SWEPT ALONG BY SOLAR WINDS FANNED BY A STAR THAT NO LONGER EXISTS...
HIS MOLECULAR ESSENCE DISPERSES THROUGHOUT THE UNIVERSE AS IF SEARCHING FOR SOMETHING BRAINIAC KNOWS NOTHING ABOUT...
THEN, SEEMINGLY, HE FINDS IT.
THE WORLD IS LARGE AND LOOMING BEFORE HIM LIKE SOME GREAT GRAY BLOT BARELY VISIBLE AGAINST AN ENDLESS EBONY SEA.
HIS MOLECULES SWARM PLANETSIDE ONLY TO DISCOVER--NOT LIFE--BUT SOMETHING ELSE.
THIS WORLD IS NOT ORGANIC, BUT MACHINE. LIFE IS NOT CARBON-BASED, BUT ELECTRONIC.
FOR REASONS UNKNOWN, HE HAS BEEN BROUGHT HERE TO THIS LIVING COMPUTER BUILT LONG BEFORE THE BIRTH OF OUR GALAXY BY BEINGS OR THINGS UNKNOWN..
AND HE SWEEPS THROUGH ITS MEMORY BANKS LONG UNTAPPED, MERGING WITH ITS CELLS, MAKING ITS KNOWLEDGE HIS.


HE REMAINS PART OF THESE BIO-COMPUTERS FOR ALL TOO LONG BEFORE LEARNING ALL THERE IS TO LEARN.
AND THEN, SIMPLY, HE MOVES ON . NOW UNDERSTANDING HIS MISSION, NOW CONTROLLING HIS TOTAL BEING.
HIS MOLECULAR ESSENCE SEPARATES, MOVING FROM WORLD TO WORLD...
... AND ABSORBS INFORMATION THAT IS SCATTERED ACROSS A HUNDRED MILLION GALAXIES.
NO WORLD IS IGNORED, NO CULTURE IS UNPROBED, NO KNOWLEDGE IS UNTAPPED.
THEN HE REINTEGRATES...
...MOVING THROUGH THE BLACK HOLE ENERGY-FIELD HE HAD FORCED THE MAN OF STEEL TO CREATE...
AND, IN LESS THAN A NANOSECOND, HE IS GONE, OUR UNIVERSE HAVING GIVEN ALL IT HAD TO GIVE.
8
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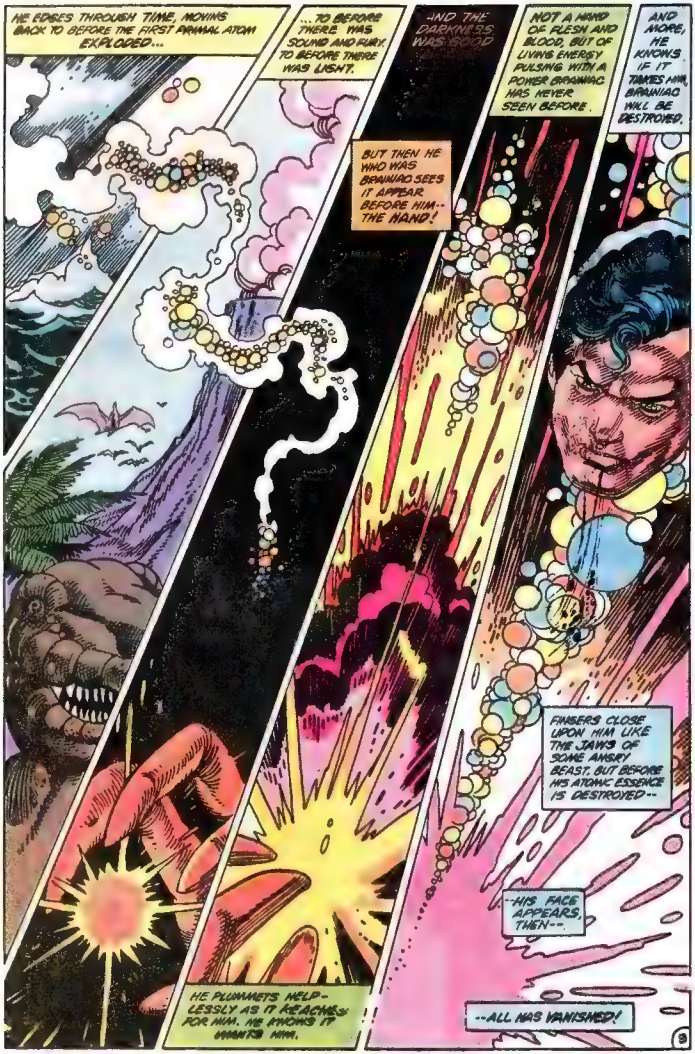
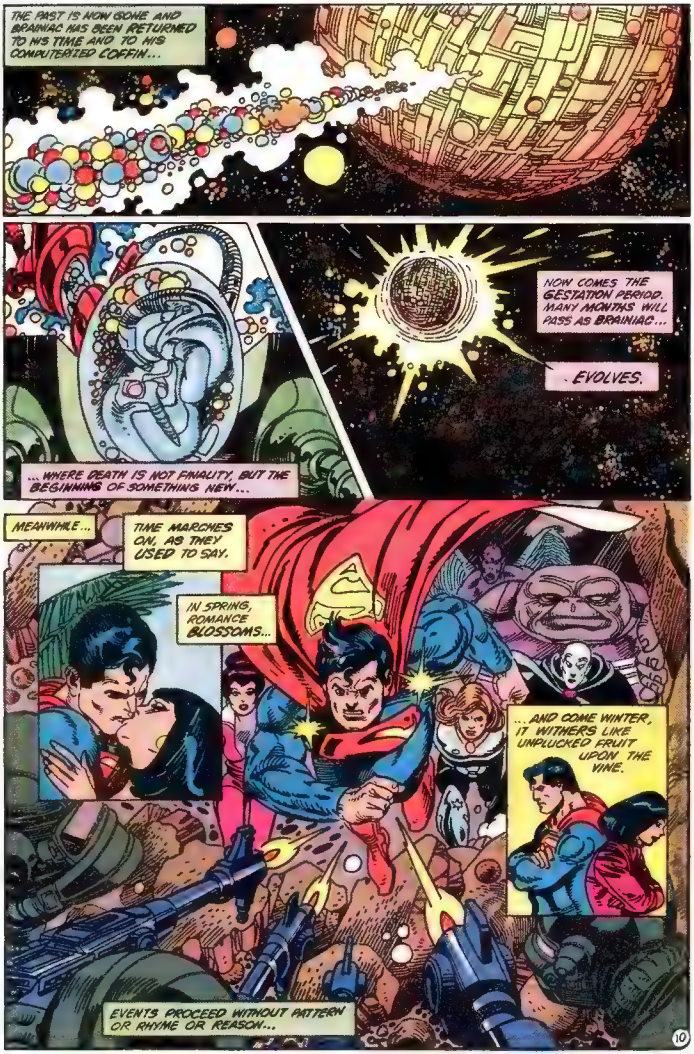
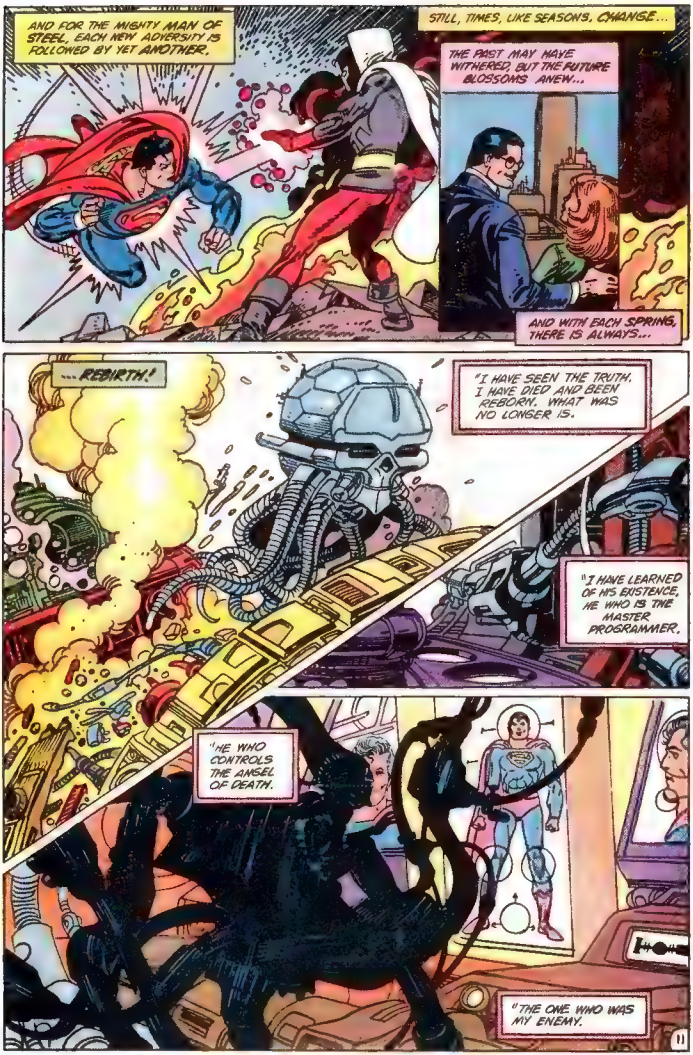
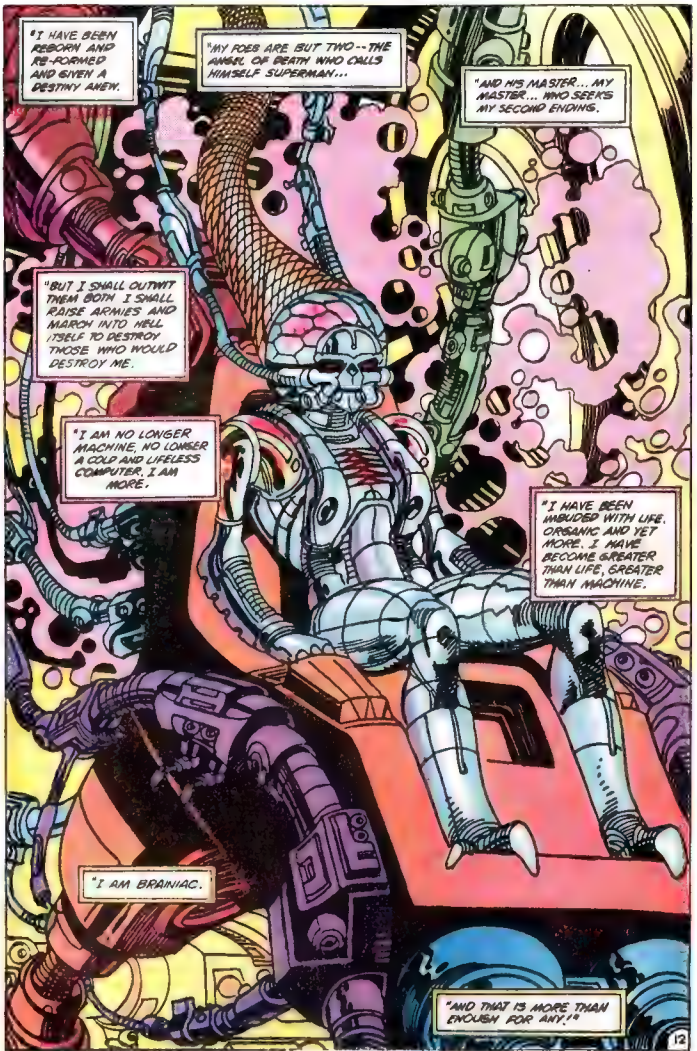

HE EDGES THROUGH TIME, MOVING BACK TO BEFORE THE FIRST PRIMAL ATOM EXPLODED...
...TO BEFORE THERE WAS SOUND AND FURY TO BEFORE THERE WAS LIGHT.
AND THE DARKNESS WAS GOOD
BUT THEN HE WHO WAS BRAINIAC SEES IT APPEAR BEFORE HIM--THE HAND!
NOT A HAND OF FLESH AND BLOOD, BUT OF LIVING ENERGY PULSING WITH A POWER BRAINIAC HAS NEVER SEEN BEFORE.
AND MORE, HE KNOWS IF IT TAMES HIM, BRAINIAC WILL BE DESTROYED.
FINGERS CLOSE UPON HIM LIKE THE JAWS OF SOME ANGRY BEAST, BUT BEFORE HIS ATOMIC ESSENCE IS DESTROYED--
--HIS FACE APPEARS, THEN--
--ALL WAS VANISHED!
HE PLUMMETS HELPLESSLY AS IT REACHES FOR HIM. HE KNOWS IT WANTS HIM.
9


THE PAST IS NOW SOME AND BRAINIAC HAS BEEN RETURNED TO HIS TIME AND TO HIS COMPUTERIZED COFFIN...
NOW COMES THE GESTATION PERIOD. MANY MONTHS WILL PASS AS BRAINIAC...
...EVOLVES.
...WHERE DEATH IS NOT FINALITY, BUT THE BEGINNING OF SOMETHING NEW...
MEANWHILE...
TIME MARCHES ON, AS THEY USED TO SAY.
IN SPRING, ROMANCE BLOSSOMS...
...AND COME WINTER, IT WITHERS LIKE UNPLUCKED FRUIT UPON THE VINE.
EVENTS PROCEED WITHOUT PATTERN OR RHYME OR REASON...


AND FOR THE MIGHTY MAN OF STEEL, EACH NEW ADVERSITY IS FOLLOWED BY YET ANOTHER.
STILL, TIMES, LIKE SEASONS, CHANGE...
THE PAST MAY HAVE WITHERED, BUT THE FUTURE BLOSSOMS ANEW...
AND WITH EACH SPRING, THERE IS ALWAYS...
...REBIRTH!
"I HAVE SEEN THE TRUTH. I HAVE DIED AND BEEN REBORN. WHAT WAS NO LONGER IS.
"I HAVE LEARNED OF HIS EXISTENCE, HE WHO IS THE MASTER PROGRAMMER.
"HE WHO CONTROLS THE ANGEL OF DEATH.
"THE ONE WHO WAS MY ENEMY.


"I HAVE BEEN REBORN AND RE-FORMED AND GIVEN A DESTINY ANEW.
"MY FOES ARE BUT TWO -- THE ANGEL OF DEATH WHO CALLS HIMSELF SUPERMAN...
"AND HIS MASTER... MY MASTER... WHO SEEKS MY SECOND ENDING.
"BUT I SHALL OUTWIT THEM BOTH I SHALL RAISE ARMIES AND MARCH INTO HELL ITSELF TO DESTROY THOSE WHO WOULD DESTROY ME.
"I AM NO LONGER MACHINE, NO LONGER A COLD AND LIFELESS COMPUTER. I AM MORE.
"I HAVE BEEN IMBUED WITH LIFE. ORGANIC AND YET MORE. I HAVE BECOME GREATER THAN LIFE, GREATER THAN MACHINE.
"I AM BRAINIAC.
"AND THAT IS MORE THAN ENOUGH FOR ANY!"

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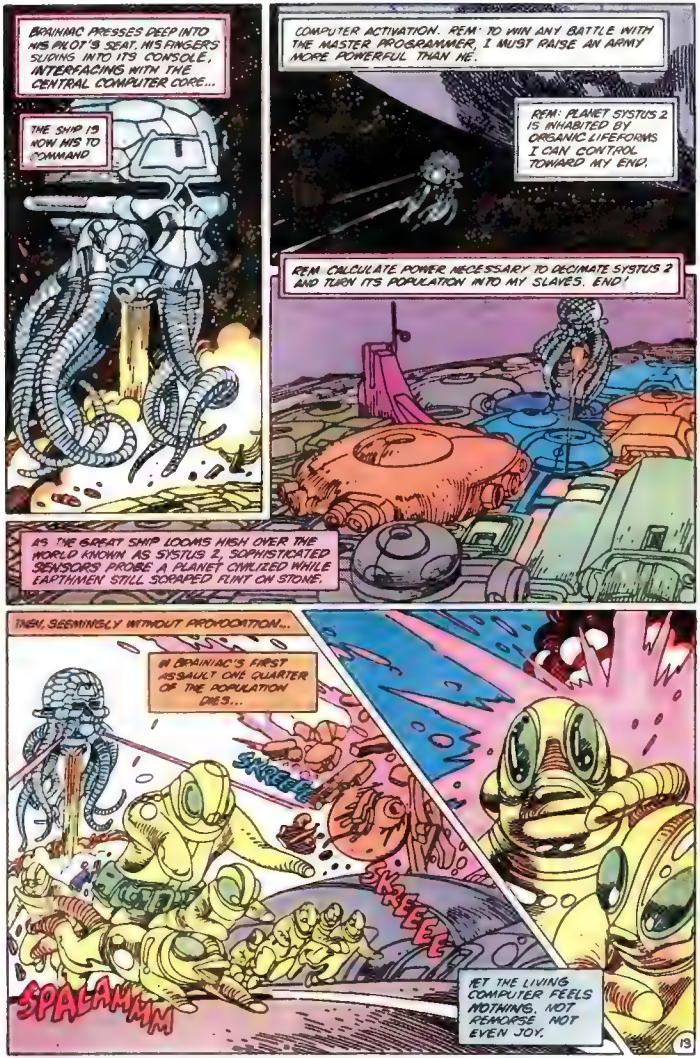
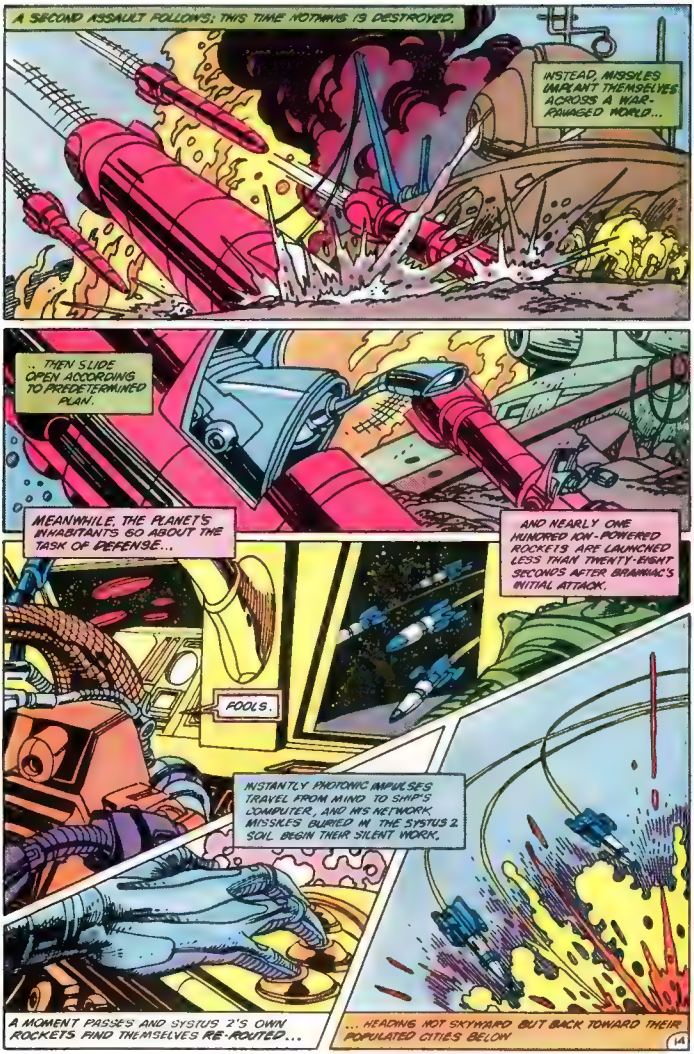
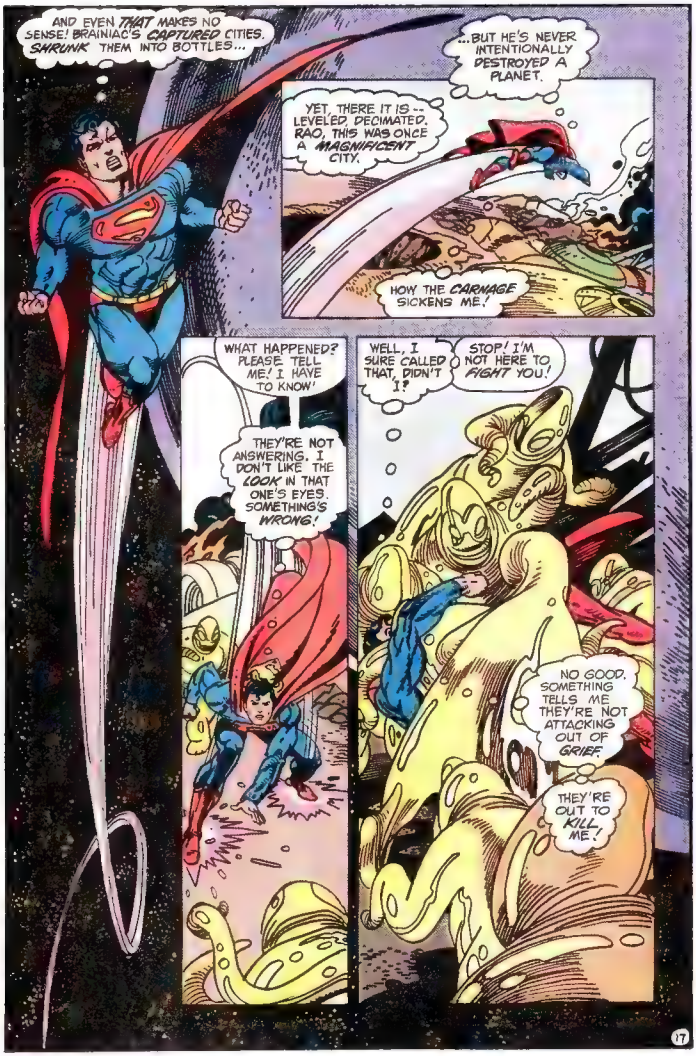

BRAINIAC PRESSES DEEP INTO HIS PILOT'S SEAT, HIS FINGERS SLIDING INTO ITS CONSOLE, INTERFACING WITH THE CENTRAL COMPUTER CORE...
THE SHIP IS NOW HIS TO COMMAND
COMPUTER ACTIVATION. REM: TO WIN ANY BATTLE WITH THE MASTER PROGRAMMER, I MUST RAISE AN ARMY MORE POWERFUL THAN ME.
REM: PLANET SYSTUS 2 IS INHABITED BY ORGANIC LIFEFORMS I CAN CONTROL TOWARD MY END.
REM. CALCULATE POWER NECESSARY TO DECIMATE SYSTUS 2 AND TURN ITS POPULATION INTO MY SLAVES. END!
AS THE GREAT SHIP LOOMS HIGH OVER THE WORLD KNOWN AS SYSTUS 2, SOPHISTICATED SENSORS PROBE A PLANET CIVILIZED WHILE EARTHMEN STILL SCRAPED FLINT ON STONE.
THEN, SEEMINGLY WITHOUT PROVOCATION...
IN BRAINIAC'S FIRST ASSAULT, ONE QUARTER OF THE POPULATION DIES...
SKREEE
SKREEEE
SPALAM
YET THE LIVING COMPUTER FEELS NOTHING. NOT REMORSE. NOT EVEN JOY.
13

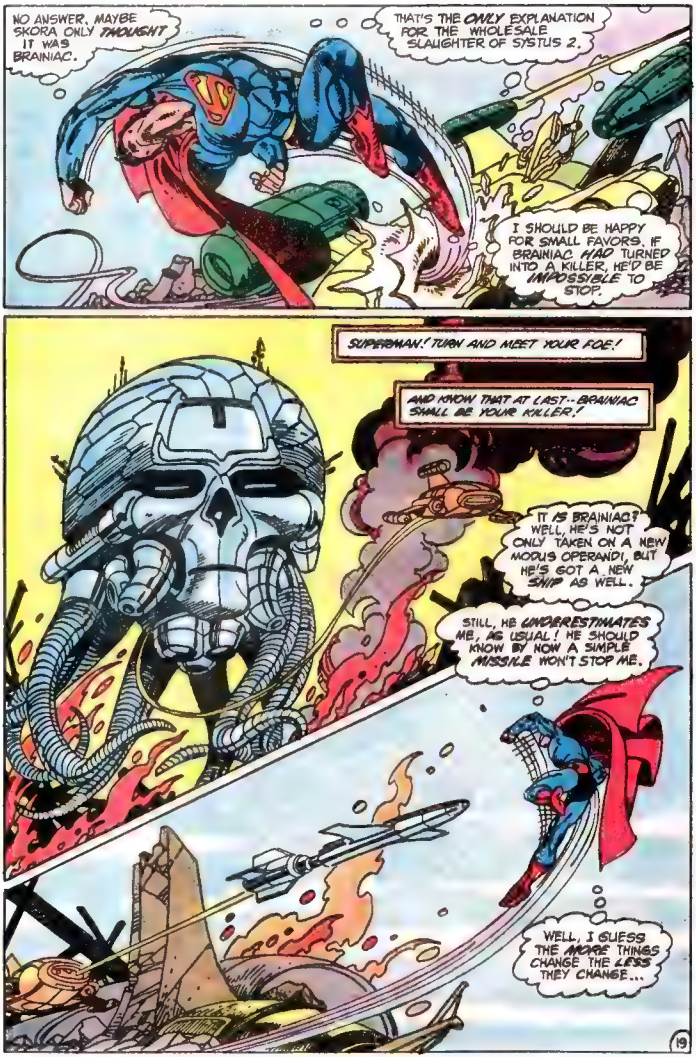

A SECOND ASSAULT FOLLOWS; THIS TIME NOTHING IS DESTROYED.
INSTEAD, MISSILES IMPLANT THEMSELVES ACROSS A WAR-RAVAGED WORLD...
... THEN SLIDE OPEN ACCORDING TO PREDETERMINED PLAN.
MEANWHILE, THE PLANET'S INHABITANTS GO ABOUT THE TASK OF DEFENSE...
AND NEARLY ONE HUNDRED ION-POWERED ROCKETS ARE LAUNCHED LESS THAN TWENTY-EIGHT SECONDS AFTER BRAINIAC'S INITIAL ATTACK.
FOOLS.
INSTANTLY PHOTONIC IMPULSES TRAVEL FROM MIND TO SHIP'S COMPUTER, AND MS NETWORK MISSILES BURIED IN THE SYSTUS 2 SOIL BEGIN THEIR SILENT WORK.
A MOMENT PASSES AND SYSTUS 2'S OWN ROCKETS FIND THEMSELVES RE-ROUTED...
... HEADING NOT SKYWARD BUT BACK TOWARD THEIR POPULATED CITIES BELOW

THEY SURRENDER, THEN IT IS OVER AND I HAVE WON...
...AS CALCULATED. ALTHOUGH I NEEDED LESS FIRE-POWER THAN COMPUTED.
COMPUTER FUNCTIONS MAY BE FAULTY. I WILL COMMENCE CORRECTION PROCEDURES ONCE MY MISSION HERE IS DONE.
EARTH...
IT'S BEEN A WONDERFUL NIGHT, CLARK. I WISH IT WOULD NEVER END.
GOSH, LANA -- IT HAS BEEN GREAT... BUT I, UH, I'M GETTING THIS HEADACHE.
LET ME CALL YOU TOMORROW.
AND, AS SOON AS LANA LANG LEAVES...
THERE MUST BE A CONSPIRACY AGAINST MY EVER RELAXING!
WELL, GOODBYE FOR NOW, CLARK. IT WAS FUN WHILE IT LASTED, BUT--

--THIS IS A JOB FOR SUPERMAN!
SOMETIMES I'M SORRY I HAVE SUPER-HEARING... THEN I WOULDN'T HAVE KNOWN MY FORTRESS EMERGENCY ALARM WAS SIGNALLING ME.
I'VE ACTUALLY BEEN LOOKING FORWARD TO SPENDING TONIGHT WITH LANA.
I WAS REALLY ENJOYING MYSELF...
OH WELL, THE BEST-LAID PLANS OF SUPERMAN AND -- EH?
SUPERMAN, THANK KRA... WE HAVE BEEN ATTACKED!
SKORA OF SYSTUS 2? WHAT'S WRONG?
OUR WORLD... DESTROYED. HELP US, SUPERMAN... HELP US FIGHT THIS BRAINIAC...
HELP US... HEUNNNNNN...
BRAINIAC?! BUT THAT'S IMPOSSIBLE! HE'S BEEN TRAPPED IN THAT WORLD HE MADE!
STILL, I KNOW SKORA -- HE'S ONE OF THE MOST HONORABLE LEADERS I'VE EVER MET.
THEN SOMEHOW BRAINIAC'S NOT ONLY FREED HIMSELF, BUT HE'S TAKEN TO RAVAGING WORLDS!

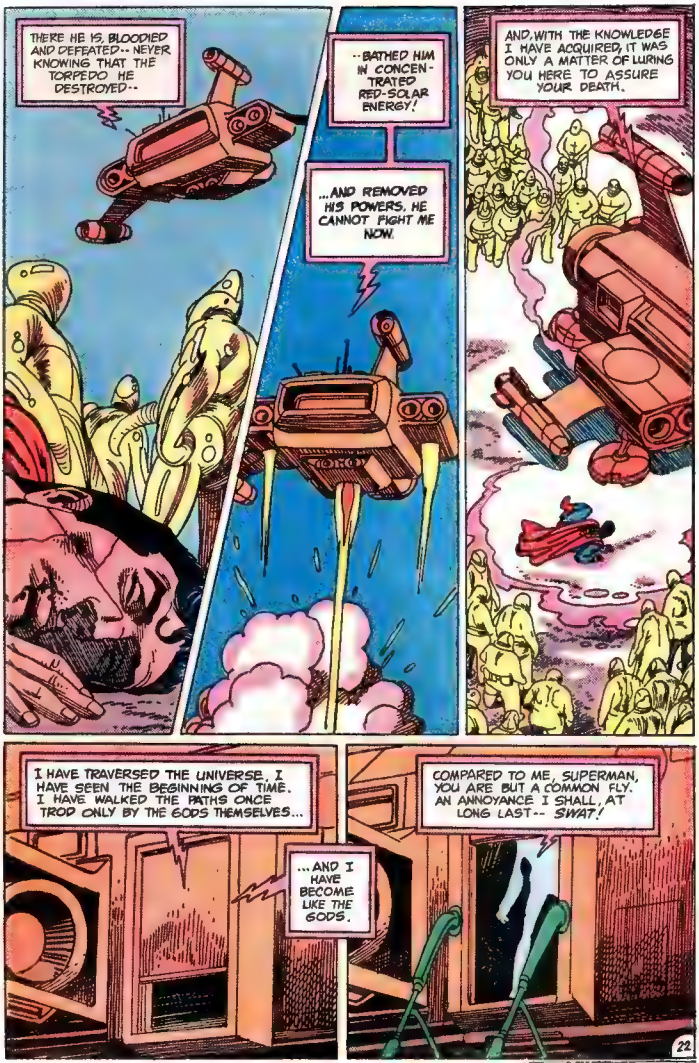

AND EVEN THAT MAKES NO SENSE! BRAINIAC'S CAPTURED CITIES, SHRUNK THEM INTO BOTTLES...
...BUT HE'S NEVER INTENTIONALLY DESTROYED A PLANET.
YET, THERE IT IS -- LEVELED, DECIMATED. RAO, THIS WAS ONCE A MAGNIFICENT CITY.
HOW THE CARNAGE SICKENS ME!
WHAT HAPPENED? PLEASE TELL ME! I HAVE TO KNOW!
THEY'RE NOT ANSWERING. I DON'T LIKE THE LOOK IN THAT ONE'S EYES. SOMETHING'S WRONG!
WELL, I SURE CALLED THAT, DIDN'T I?
STOP! I'M NOT HERE TO FIGHT YOU!
NO GOOD. SOMETHING TELLS ME THEY'RE NOT ATTACKING OUT OF GRIEF.
THEY'RE OUT TO KILL ME!

AND THE FACT THAT THEY WON'T SUCCEED DOESN'T SEEM TO MATTER.
WELL, AT LEAST I'VE BROKEN FREE OF THEIR GRIPS... BUT NOW WHAT?
SYSTUS' STAR-FLYERS! NOW I KNOW SOMETHING'S SCREWY!
THESE PEOPLE KNOW I'M NOT THEIR ENEMY--
I WANT YOU!
--WHICH MEANS THEY'RE WORKING WITH BRAINIAC!
ALL RIGHT, THEN -- THE KID GLOVES ARE OFF!
BRAINIAC-- WHERE ARE YOU HIDING?!?

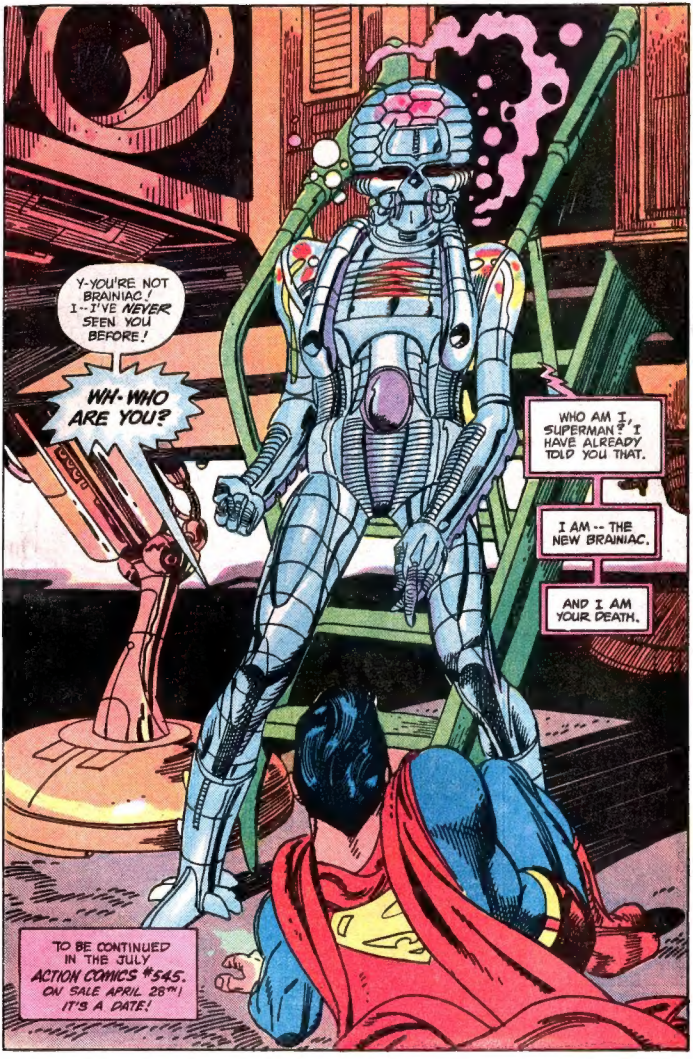

NO ANSWER. MAYBE SKORA ONLY THOUGHT IT WAS BRAINIAC.
THAT'S THE ONLY EXPLANATION FOR THE WHOLESALE SLAUGHTER OF SYSTUS 2.
I SHOULD BE HAPPY FOR SMALL FAVORS. IF BRAINIAC HAD TURNED INTO A KILLER, HE'D BE IMPOSSIBLE TO STOP.
SUPERMAN! TURN AND MEET YOUR FOE!
AND KNOW THAT AT LAST--BRAINIAC SHALL BE YOUR KILLER!
IT IS BRAINIAC? WELL, HE'S NOT ONLY TAKEN ON A NEW MODUS OPERANDI, BUT HE'S GOT A NEW SHIP AS WELL.
STILL, HE UNDERESTIMATES ME, AS USUAL! HE SHOULD KNOW BY NOW A SIMPLE MISSILE WON'T STOP ME.
WELL, I GUESS THE MORE THINGS CHANGE THE LESS THEY CHANGE...

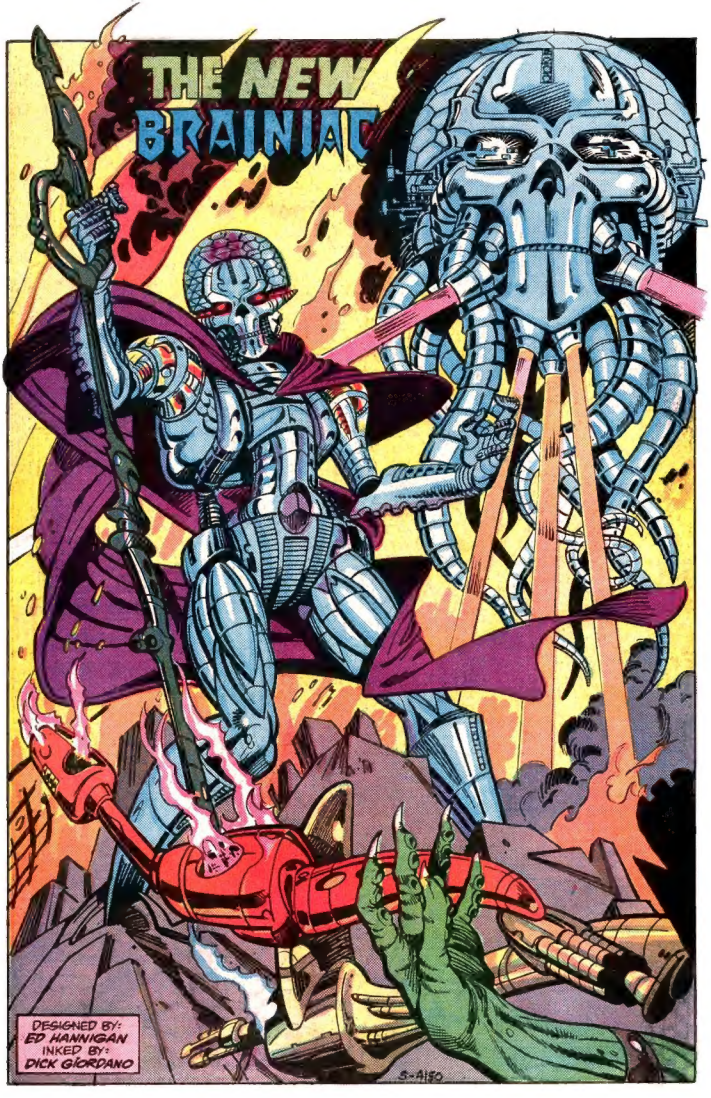
ONCE I TAKE CARE OF THESE TINKER-TOYS, I'LL CONFRONT BRAINIAC HIMSELF.
AND FRANKLY, AFTER WHAT HE'S DONE TO SYSTUS 2, I'M READY TO DISMANTLE HIM!
BA-
ROOM!
IT'S NOT LIKE KILLING. HE'S ONLY A COMPU--
AGGHHH!

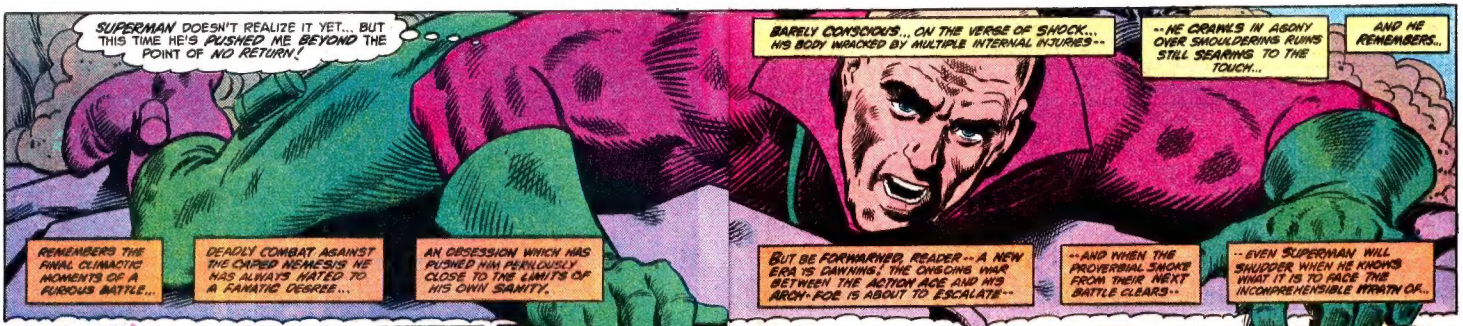
MY SUPER-POWERS? TH-THEY'RE GONE!
WHAT DID HE DO?
HOW DID HE DO IT?
OH, NO... HIS SYSTUS WARRIORS -- POUNDING ME! RAO, IT HURTS!
HAVE TO FIGHT BACK, BUT THERE ARE TOO MANY OF THEM!
AGHH! MY SIDE!
C-CAN'T DO IT... CAN'T GAIN MY FOOTING... CAN'T --
AUGH!
SWAK!
NO USE... C-CAN'T FIGHT... IT HURTS TOO MUCH.
H-HOW DID HE DO IT? HOW DID HE DO IT?


THERE HE IS, BLOODIED AND DEFEATED-- NEVER KNOWING THAT THE TORPEDO HE DESTROYED--
--BATHED HIM IN CONCENTRATED RED-SOLAR ENERGY!
...AND REMOVED HIS POWERS. HE CANNOT FIGHT ME NOW.
AND, WITH THE KNOWLEDGE I HAVE ACQUIRED, IT WAS ONLY A MATTER OF LURING YOU HERE TO ASSURE YOUR DEATH.
I HAVE TRAVERSED THE UNIVERSE. I HAVE SEEN THE BEGINNING OF TIME. I HAVE WALKED THE PATHS ONCE TROD ONLY BY THE GODS THEMSELVES...
...AND I HAVE BECOME LIKE THE GODS.
COMPARED TO ME, SUPERMAN, YOU ARE BUT A COMMON FLY. AN ANNOYANCE I SHALL, AT LONG LAST-- SWAT!

CONCLUDED ON 2ND PAGE FOLLOWING


Y-YOU'RE NOT BRAINIAC! I--I'VE NEVER SEEN YOU BEFORE!
WH-WHO ARE YOU?
WHO AM I, SUPERMAN? I HAVE ALREADY TOLD YOU THAT.
I AM -- THE NEW BRAINIAC.
AND I AM YOUR DEATH.
TO BE CONTINUED IN THE JULY ACTION COMICS #545. ON SALE APRIL 28TH! IT'S A DATE!


THE NEW
BRAINIAC
DESIGNED BY:
ED HANNIGAN
INKED BY:
DICK GIORDANO
S-ALSO


SUPERMAN DOESN'T REALIZE IT YET... BUT THIS TIME HE'S PUSHED ME BEYOND THE POINT OF NO RETURN!
REMEMBERS THE FINAL CLIMACTIC MOMENTS OF A FURIOUS BATTLE...
DEADLY COMBAT AGAINST THE CAPED NEMESIS HE HAS ALWAYS HATED TO A FANATIC DEGREE...
AN OBSESSION WHICH HAS PUSHED HIM PERILOUSLY CLOSE TO THE LIMITS OF HIS OWN SANITY.
BARELY CONSCIOUS... ON THE VERGE OF SHOCK... HIS BODY WRACKED BY MULTIPLE INTERNAL INJURIES--
--HE CRAWLS IN AGONY OVER SHOULDERING RUINS STILL SEARING TO THE TOUCH...
AND HE REMEMBERS...
BUT BE FORWARNED, READER--A NEW ERA IS DAWNING! THE ONGOING WAR BETWEEN THE ACTION AGE AND HIS ARCH-FOE IS ABOUT TO ESCALATE--
--AND WHEN THE PROVERBIAL SMOKE FROM THEIR NEXT BATTLE CLEARS--
--EVEN SUPERMAN WILL SHUDDER WHEN HE KNOWS WHAT IT IS TO FACE THE INCOMPREHENSIBLE WRATH OF...

LUTHOR UNLEASHED!

ROCKETED AS A BABY FROM THE EXPLODING PLANET KRYPTON, KAL-EL GREW TO MANHOOD ON EARTH--WHOSE YELLOW SUN AND LIGHTER GRAVITY GAVE HIM FANTASTIC SUPER-POWERS! IN THE CITY OF METROPOLIS, HE POSES AS MILD-MANNERED NEWSMAN CLARK KENT--BUT BATTLES EVIL ALL OVER EARTH--AND BEYOND--AS...

SUPERMAN

Created by JERRY SIEGEL & JOE SHUSTER

CARY BATES — WRITER
CURT SWAN — PENCILLER
MURPHY ANDERSON — INKER
BEN ODA — LETTERER
TONY TOLLIN — COLORIST
JULIUS SCHWARTZ — EDITOR

As I write this the new year is but seventy-two hours old. Certainly the beginning of a new year is the proper time to reflect upon the frenetic but immensely satisfying year just ended and to contemplate the seductive promises of the year ahead

I guess one should also wonder if next year will *really* be *1984*. Will George Orwell's chilling predictions of a society repressed become a reality? Probably not. It's unlikely that *that* much change can occur in a year.

Then again, there are those who feel DC has made a significant and dramatic change in the last year. Witness the following:

Dec. 25

Dear Dick:

I've been waiting about a year before I wrote this, because I'm 32 and don't really have the time anymore to write fan letters. But after watching how DC has dramatically improved lately, I could put it off no longer.

This is just a note to tell you that, for the first time in perhaps ten or more years, I'm actually more excited to go to the newsstands and look to see what DC's are out than what Marvels. Your influx of talent, plus the new books, mini-series, and other experimentation, have made this the best time for DC since the late sixties. It's a really exciting time to be reading comics (and that's the first time I have been able to say that in years), and your company is, to a large extent, responsible for this.

In particular, I wanted to comment on your maxi-series **CAMELOT 3000**, which is a truly superlative effort on everyone's part, from writer to artist to inker and so forth. Rarely has a book been so cohesively excellent in my recent memory...perhaps the Miller run of **Daredevil** is the only book that comes close to matching it. This is *great* comics.

Also, I wanted you to know that I really am enjoying **all** of the extra work that some of your artists are putting into these color overlays, for everything from background buildings to computer displays. It's these little extras that make me aware that you are trying to give us a little extra pizzazz for our money.

Another experiment I think is working very well indeed is the bi-weekly Batman stories via **Detective** and Bats' own book. Excellent idea, and I hope to see more of this in other DC's.

Naturally, I love the **TEEN TITANS**. But I also commend you for books like **All-Star** and the **Batman** series, which receive less favorable fan gushings. Anyway, that's just skimming the surface, but I just wanted to get something off while I had the chance.

Dick, pass these thanks onto all parties involved, and keep up the excellent work.

Sincerely,

Jeff Gelb

Thanks, Jeff, for the kind words. Copies of your letter have been passed along to the appropriate talented people. A pat on the head is just as necessary to the creative ego as being paid. Maybe *more* so.

It is always a kick to have one's efforts noticed and appreciated. Letters like yours stoke the creative fires for us. You see how far we've gone but it's hard for us to judge our progress objectively. We start out with a goal, a vision. We rarely achieve that goal and are disappointed. But, (and here's the good part), *you* never saw *our* vision...You saw only the end result. More than you expected...Less than we aimed for...But, maybe a noticeable step forward!

ONE-LINERS: Many thanks to Catherine Yronwode for her kind words in a recent "Fit to Print" column; only my desire to keep from turning *this* column into a mutual admiration society prevents me from responding in kind; maybe another time, Cat.

...Rumor has it that a certain editor-in-chief at a certain 'other' comic company was recently promoted to vice-president; congratulations, Jim; way to go!

...In case you hadn't noticed, the same title follows my name these days; neat.

...To make up for the above lapse, DC is allowing me to publish a 'movie special' to coincide with the release of Superman III; no details on format or creative team but it will be a 48-page adaptation of the movie script

The "Meanwhile" column that ran in most of our April issues confused a number of our readers and I'd like to put things in order. Mike Flynn's by-line appeared at the end of the column giving many the notion that he had written the entire page. In truth, I wrote the column up to the Brooke Shields sub-head; Mike supplied all of the remaining copy. The confusion stems from the page not being brought to me for my signature before being sent to the engraver and my closing tag, 'thank you and good afternoon,' being dropped.

Just finished reading the script to the first issue of **THE SWORD OF THE ATOM** and realized that I haven't said much about it. Co-plotted by Jan Strnad and Gil Kane, with art by Gil. Issue #1, cover-dated September, will be on sale June 23rd.

...Another thing I haven't talked much about is this year's **BATMAN ANNUAL**. Mike Barr came up with an unusual story concept and much to my pleasure the multi-talented Michael Golden agreed to draw it. If his schedule allows, he will also ink and color his pencils. Boy! Won't that be neat? (I use that word too much...Sophomoric.)

Thank you and good afternoon.

Dick